

AISLING CAPITAL III LP
 Form 4
 July 12, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 AISLING CAPITAL III LP

2. Issuer Name and Ticker or Trading Symbol
 Loxo Oncology, Inc. [LOXO]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 888 SEVENTH AVENUE, 12TH FLOOR,
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 07/10/2018

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

NEW YORK, NY 10106

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ____ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	07/10/2018		S	1,400,000 D \$ 179.43	2,038,920	D (1)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AISLING CAPITAL III LP 888 SEVENTH AVENUE, 12TH FLOOR NEW YORK, NY 10106		X		
Aisling Capital Partners III LP AISLING CAPITAL LLC 888 SEVENTH AVENUE 12TH FLOOR NEW YORK, NY 10106		X		
Aisling Capital Partners III LLC AISLING CAPITAL LLC 888 SEVENTH AVENUE 12TH FLOOR NEW YORK, NY 10106		X		
ELMS STEVE 888 SEVENTH AVENUE 12TH FLOOR NEW YORK, NY 10106		X		
SCHIFF ANDREW N 888 SEVENTH AVENUE, 12TH FLOOR NEW YORK, NY 10106		X		
Purcell Dennis J 888 SEVENTH AVENUE, 12TH FLOOR NEW YORK, NY 10106		X		

Signatures

See Signatures on Exhibit 99.1 07/12/2018

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

The securities are directly held by Aisling Capital III, LP ("Aisling"), and indirectly held by Aisling Capital Partners III, LP ("Aisling GP"), as general partner of Aisling, Aisling Capital Partners III LLC ("Aisling Partners"), as general partner of Aisling GP, and each of the individual managing members and partners (collectively, the "Managers") of Aisling GP and Aisling Partners. The Managers of

- (1) Aisling Partners are Dennis Purcell, Dr. Andrew Schiff and Steve Elms. Mr. Elms is a member of the Issuer's Board of Directors. Dr. Joshua Bilenker, the Issuer's President and Chief Executive Officer, is a member of the Issuer's Board of Directors and an Operating Partner of Aisling GP. Mr. Elms is a member of the investment committee (the "Investment Committee") of Aisling GP. The Investment Committee has voting and dispositive power over the shares held by Aisling.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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