Kunkel Lori Anne Form 4 June 18, 2018

FORM 4

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

OMB Number: 3235-0287

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Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

response...

Form filed by More than One Reporting

3ee msi 1(b).

(Print or Type Responses)

1. Name and Add Kunkel Lori A	-	ng Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			Loxo Oncology, Inc. [LOXO]	(Check all applicable)			
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction	• • • • • • • • • • • • • • • • • • • •			
C/O LOXO ONCOLOGY, INC., 281 TRESSER BLVD, 9TH FLOOR		f	(Month/Day/Year) 06/14/2018	X_ Director 10% Owner Other (specify below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) X Form filed by One Reporting Person			

STAMFORD, CT 06901

(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. 4. Securiti TransactionDisposed Code (Instr. 3, 4) (Instr. 8)		` '		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 Indirect Beneficial Ownership (Instr. 4)		
Common Stock	06/14/2018		M	27,343	A	\$ 3.648	34,183	D			
Common Stock	06/14/2018		M	3,096	A	\$ 20.91	37,279	D			
Common Stock	06/14/2018		M	1,953	A	\$ 24.18	39,232	D			
Common Stock	06/14/2018		S	28,440 (1)	D	\$ 180.2751 (2)	10,792	D			
Common Stock	06/14/2018		S	2,411 (1)	D	\$ 181.4783	8,381	D			

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					<u>(3)</u>		
Common Stock	06/14/2018	S	1,541 (1)	D	\$ 182.3467 (4)	6,840	D
Common Stock	06/15/2018	S(5)	1,235 (1)	D	\$ 175.6434 (6)	5,605	D
Common Stock	06/15/2018	S(5)	5,601 (1)	D	\$ 177.1217 <u>(7)</u>	4	D
Common Stock	06/15/2018	S(5)	4	D	\$ 177.79	0	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

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. Transactic Code (Instr. 8)	5. Number of tiorDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (right to buy)	\$ 3.648	06/14/2018		M		27,343	(8)	06/18/2024	Common Stock	27,343
Director Stock Option (right to buy)	\$ 20.91	06/14/2018		M		3,096	<u>(9)</u>	07/27/2025	Common Stock	3,096
Director Stock Option (right to	\$ 24.18	06/14/2018		M		1,953	<u>(9)</u>	06/09/2026	Common Stock	1,953

buy)

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Kunkel Lori Anne C/O LOXO ONCOLOGY, INC. 281 TRESSER BLVD, 9TH FLOOR STAMFORD, CT 06901



Signatures

/s/ Jennifer Burstein, by power of attorney

06/18/2018

**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).
- (1) Represents the aggregate of sales effected on the same day at different prices
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$180.00 to \$180.99 per share. Full (2) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$181.01 to \$181.92 per share. Full (3) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$182.31 to \$182.83 per share. Full (4) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (5) The transaction reported on this Form 4 was effected pursuant to a 10b5-1 trading plan adopted by the reporting person on June 20, 2017.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$175.36 to \$176.10 per share. Full
- (6) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- Represents the weighted average sales price per share. The shares sold at prices ranging from \$176.68 to \$177.42 per share. Full (7) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and
- Exchange Commission, the Issuer, or a security holder of the Issuer.
- The stock option is fully vested and is immediately exercisable.
- The stock option vests and becomes exercisable in 12 equal monthly installments beginning one month after the grant date, until such time as the option is 100% vested, subject to the continuing service of the Reporting Person on each vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3