

Bilenker Joshua H.  
Form 4  
September 14, 2018

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bilenker Joshua H.

(Last) (First) (Middle)

C/O LOXO ONCOLOGY,  
INC., ONE LANDMARK SQUARE,  
SUITE 1122

(Street)

STAMFORD, CT 06901

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/12/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President & CEO

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

**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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/12/2018		M <sup>(1)</sup>	10,000	A \$ 1.184 145,407	D	
Common Stock	09/12/2018		S <sup>(1)</sup>	700 <sup>(2)</sup>	D \$ 164.1594 144,707	D	
Common Stock	09/12/2018		S <sup>(1)</sup>	3,700 <sup>(2)</sup>	D \$ 165.1821 141,007	D	
Common Stock	09/12/2018		S <sup>(1)</sup>	2,400 <sup>(2)</sup>	D \$ 166.4875 138,607	D	

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Common Stock	09/12/2018	S <sup>(1)</sup>	<u>1,800</u> <sup>(2)</sup>	D	<sup>(5)</sup> \$ 167.3814 <sup>(6)</sup>	136,807	D
Common Stock	09/12/2018	S <sup>(1)</sup>	800 <sup>(2)</sup>	D	<sup>(7)</sup> \$ 168.5125	136,007	D
Common Stock	09/12/2018	S <sup>(1)</sup>	200 <sup>(2)</sup>	D	<sup>(8)</sup> \$ 169.8872	135,807	D
Common Stock	09/12/2018	S <sup>(1)</sup>	400 <sup>(2)</sup>	D	<sup>(9)</sup> \$ 171.075	135,407	D
Common Stock	09/13/2018	M <sup>(1)</sup>	7,473	A	\$ 1.184	142,880	D
Common Stock	09/13/2018	M <sup>(1)</sup>	2,527	A	\$ 3.648	145,407	D
Common Stock	09/13/2018	S <sup>(1)</sup>	<u>5,636</u> <sup>(2)</sup>	D	<sup>(10)</sup> \$ 165.425	139,771	D
Common Stock	09/13/2018	S <sup>(1)</sup>	<u>3,402</u> <sup>(2)</sup>	D	<sup>(11)</sup> \$ 166.523	136,369	D
Common Stock	09/13/2018	S <sup>(1)</sup>	962 <sup>(2)</sup>	D	<sup>(12)</sup> \$ 167.3169	135,407	D

Common Stock						30,000	I
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By Joshua H. Bilenker, trustee Joshua Bilenker 2018 GRAT, dated 06/20/2018

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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Code	V	(A)	(D)				
Employee Stock Option (Right to Buy)	\$ 1.184	09/12/2018	M <sup>(1)</sup>	10,000	<sup>(13)</sup>	11/14/2023	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 1.184	09/13/2018	M <sup>(1)</sup>	7,473	<sup>(13)</sup>	11/14/2023	Common Stock	7,473
Employee Stock Option (Right to Buy)	\$ 3.648	09/13/2018	M <sup>(1)</sup>	2,527	<sup>(14)</sup>	06/18/2024	Common Stock	2,527

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bilenker Joshua H. C/O LOXO ONCOLOGY, INC. ONE LANDMARK SQUARE, SUITE 1122 STAMFORD, CT 06901	X		President & CEO	

## Signatures

/s/Jennifer Burstein, by power of attorney 09/14/2018

\_\_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) The transactions reported on this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person.

(2) Represents the aggregate of sales effected on the same day at different prices.

(3) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$163.75 to \$164.7499 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

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(4) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$164.75 to \$165.7499 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(5) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$166.02 to \$167.0199 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(6) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$167.04 to \$168.0399 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(7) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$168.06 to \$169.0599 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(8) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$169.48 to \$170.4799 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(9) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$170.68 to \$171.6799 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(10) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$165.02 to \$166.0199 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(11) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$166.02 to \$167.0199 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(12) The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$167.18 to \$168.1799 per share, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon written request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

(13) The options have fully vested and are immediately exercisable.

(14) The stock option vests and becomes exercisable in 48 equal monthly installments beginning on the vesting commencement date, until such time as the option is 100% vested, subject to the continuing employment 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.

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