Mirati Therapeutics, Inc. Form 4 October 28, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

Number:

3235-0287

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January 31, 2005

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response...

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

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

1(b).

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Boxer Capital, LLC			Symbol     Mirati Therapeutics, Inc. [MRTX]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
440 STEVENS AVE, SUITE 100,		UITE 100,	(Month/Day/Year) 10/24/2013	Director X 10% Owner Officer (give title below)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
SOLANA BE	ЕАСН, СА	92075	Filed(Month/Day/Year)	Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person			

(State)

(Zip)

(City)	(State)	(Zip) Tabl	e I - Non-D	Perivative Se	ecuriti	es Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			Securities C Beneficially F Owned (I Following In	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	10/24/2013		P	360,000	A	\$ 17.5	1,950,733	D (1)	
Common Stock	10/24/2013		P	40,000	A	\$ 17.5	429,341	D (2)	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

### Edgar Filing: Mirati Therapeutics, Inc. - Form 4

9. Nu Deriv Secur Bene Own

Follo Repo Trans (Instr

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. Transac Code (Instr. 3	etion 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amor Unde Secur	rlying	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

# **Reporting Owners**

Reporting Owner Na	er Name / Address	Relationships					
<b>-</b>	Director	10% Owner	Officer	Other			
Boxer Capital, LLC 440 STEVENS AVE, SUI SOLANA BEACH, CA 92			X				
Boxer Asset Management C/O CAY HOUSE P.O. B E.P. TAYLOR DRIVE LY NEW PROVIDENCE, C5		X					
MVA Investors, LLC 440 STEVENS AVE, SUI SOLANA BEACH, CA 92		X					
LEWIS JOSEPH C/O CAY HOUSE P.O. B TAYLOR DRIVE LYFOR NEW PROVIDENCE, C5		X					
Signatures							
/s/ Aaron Davis	10/28/2013						
**Signature of Reporting Person	Date						
	4010010040						

/s/ Aaron Davis	10/28/2013
**Signature of Reporting Person	Date
/s/ Jefferson Voss	10/28/2013
**Signature of Reporting Person	Date
/s/ Christopher Fuglesang	10/28/2013
**Signature of Reporting Person	Date
/s/ Joseph C. Lewis	10/28/2013

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\*\*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).
- These securities are owned directly by Boxer Capital, LLC ("Boxer Capital"), which may be deemed to be a member of a "group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, consisting of (i) Boxer Capital, (ii) Boxer Asset Management Inc. ("Boxer Management"), (iii) MVA Investors, LLC ("MVA Investors"), and (iv) Joseph Lewis (collectively, the "Boxer Group"), and indirectly by Boxer Management and Joseph Lewis, by virtue of their ownership in Boxer Capital.
- These securities are owned directly and solely by MVA Investors, which has sole voting and dispositive power with respect to these securities. Each member of the Boxer Group other than MVA Investors disclaims beneficial ownership of these securities to the extent it or he does not have a pecuniary interest therein.

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.

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