

Mirati Therapeutics, Inc.  
Form 3  
January 15, 2016

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                                                                                                                                                            |                                                      |
| Â Reisman Neil                            |         | (Month/Day/Year)                     | Mirati Therapeutics, Inc. [MRTX]                                                                                                                                                                              |                                                      |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                                                                                                                                                              | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 440 STEVENS AVE, SUITE 100                |         |                                      | (Check all applicable)                                                                                                                                                                                        |                                                      |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)                      |                                                      |
| SOLANA BEACH, Â CA Â 92075                |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |                                                      |
| (City)                                    | (State) | (Zip)                                |                                                                                                                                                                                                               |                                                      |

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Common Stock                       | 8,210                                                    | D <sup>(1)</sup>                                                  | Â                                                        |
| Common Stock                       | 1,232,093                                                | I                                                                 | See Remarks <sup>(2)</sup>                               |
| Common Stock                       | 429,340                                                  | I                                                                 | See Remarks <sup>(3)</sup>                               |

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|----------------------------------------------------------|
|-----------------------------------------------|-------------------------------------------------------------|------------------------------------------------------------------|---------------------------|----------------------|----------------------------------------------------------|

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|                             |                     |                    | (Instr. 4)   |                                  | Price of<br>Derivative<br>Security | Derivative<br>Security:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|-----------------------------|---------------------|--------------------|--------------|----------------------------------|------------------------------------|---------------------------------------------------------------------------|---|
|                             | Date<br>Exercisable | Expiration<br>Date | Title        | Amount or<br>Number of<br>Shares |                                    |                                                                           |   |
| Warrant (right to purchase) | Â (4)               | 11/21/2017         | Common Stock | 189,780                          | \$ 7.86                            | D (2)                                                                     | Â |
| Warrant (right to purchase) | Â (4)               | 11/21/2017         | Common Stock | 78,186                           | \$ 7.86                            | D (5)                                                                     | Â |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |         |       |
|----------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                      | Director      | 10% Owner | Officer | Other |
| Reisman Neil<br>440 STEVENS AVE, SUITE 100<br>SOLANA BEACH, CA 92075 | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Neil Reisman 01/15/2016

\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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 the reporting person, who 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, LLC ("Boxer Capital"), (ii) Boxer Asset Management Inc. ("Boxer Management"), (iii) MVA Investors, LLC ("MVA Investors"), (iv) Braslyn Ltd., (v) Joe Lewis, (vi) the reporting person, (vii) Christopher Fuglesang, (viii) Rodney W. Lappe, (ix) Ivan M. Lieberburg, (x) Aaron I. Davis, (xi) Shehan B. Dissanayake, (xii) Peter E. Harwin, and (xiii) William N. Harwin 2012 Gift Trust F/B/O Peter Harwin. The reporting person is a member of Boxer Capital. On January 14, 2016, Boxer Capital transferred 791,139 shares of the common stock of the issuer, pro rata for no consideration as part of an internal reorganization.

(2) These securities are owned directly by Boxer Capital, and indirectly by the reporting person, Boxer Management and Joe Lewis, by virtue of their ownership in Boxer Capital. The reporting person disclaims beneficial ownership of these securities to the extent he does not have a pecuniary interest therein. On January 14, 2016, Boxer Capital transferred 791,139 shares of the common stock of the issuer, pro rata for no consideration as part of an internal reorganization.

(3) These securities are owned directly and solely by MVA Investors, which has sole voting and dispositive power with respect to these securities. The reporting person is a member of MVA Investors. The reporting person disclaims beneficial ownership of these securities to the extent he does not have a pecuniary interest therein.

(4) The warrants are not exercisable to the extent that, following exercise of such warrants, the warrant holder would beneficially own more than 19.99% of the issuer's common stock.

(5) These securities are owned directly and solely by MVA Investors. The reporting person disclaims beneficial ownership of these securities to the extent 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.

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