

Loxo Oncology, Inc.
Form 3/A
August 07, 2014

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)

| | | | | |
|---|---|--|--|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â ARRAY BIOPHARMA INC</p> <p>(Last) (First) (Middle)</p> <p>3200 WALNUT ST</p> <p>(Street)</p> <p>BOULDER,Â COÂ 80301</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/31/2014</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Loxo Oncology, Inc. [LOXO]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director ___X_ 10% Owner ___ Officer ___ Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>08/01/2014</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>_X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person</p> |
|---|---|--|--|--|

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|--|--|---|--|
| <p>1. Title of Security (Instr. 4)</p> | <p>2. Amount of Securities Beneficially Owned (Instr. 4)</p> | <p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p> | <p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p> |
|--|--|---|--|

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)

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

| | | | | | | | |
|--|-------|-------|--------------|-----------|----------|---|---|
| Series A-1 Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 1,609,560 | \$ 0 (1) | D | Â |
|--|-------|-------|--------------|-----------|----------|---|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ARRAY BIOPHARMA INC 3200 WALNUT ST BOULDER, CO 80301 | Â | Â X | Â | Â |

Signatures

John R. Moore, Vice President and General Counsel

08/07/2014

**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).

This amendment is being filed because the number of shares reported in the reporting person's original Form 3 did not reflect shares issued pursuant to a 1.6525 to 1 forward stock split on July 21, 2014. As of the date of the original Form 3, the reporting person holds an (1) aggregate of 500,704 shares of Series A-I Convertible Preferred Stock which are convertible into 1,609,560 shares of common stock of the issuer upon the consummation of the issuer's initial public offering pursuant to an effective registration statement on Form S-1. The convertible securities convert automatically upon such event and have no expiration date or conversion price.

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.