Mirati Therapeutics, Inc.

Form 3

January 05, 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, response...

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Mirati Therapeutics, Inc. [MRTX] Braslyn Ltd. (Month/Day/Year) 01/04/2016 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O CAY HOUSE, P.O. BOX (Check all applicable) N-7776, E.P. TAYLOR DRIVE LYFORD CAY Director \_\_X\_\_ 10% Owner Officer (Street) Other 6. Individual or Joint/Group (give title below) (specify below) Filing(Check Applicable Line) Form filed by One Reporting Person NEW PROVIDENCE, C5Â X Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 522,500  $D^{(1)}$ Â Common Stock 2,023,232  $D^{(2)}$  $D^{(3)}$ Â Common Stock 429,340 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exer Expiration D (Month/Day/Year) Date Exercisable	ate	3. Title and A Securities Ur Derivative So (Instr. 4) Title	nderlying	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
Warrant (right to purchase)	(4)	11/21/2017	Common Stock	189,780	\$ 8.7	D (2)	Â
Warrant (right to purchase)	(4)	11/21/2017	Common Stock	78,186	\$ 8.7	D (5)	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b></b>	Director	10% Owner	Officer	Other	
Braslyn Ltd. C/O CAY HOUSE, P.O. BOX N-7776 E.P. TAYLOR DRIVE LYFORD CAY NEW PROVIDENCE, C5Â	Â	ÂΧ	Â	Â	
Boxer Asset Management Inc. C/O CAY HOUSE P.O. BOX N-7776 E.P. TAYLOR DRIVE LYFORD CAY NEW PROVIDENCE, C5Â	Â	ÂX	Â	Â	
LEWIS JOSEPH C/O CAY HOUSE P.O. BOX N-7776 E.P. TAYLOR DRIVE LYFORD CAY NEW PROVIDENCE, C5Â	Â	ÂX	Â	Â	
Boxer Capital, LLC 440 STEVENS AVE, SUITE 100 SOLANA BEACH, CA 92075	Â	ÂX	Â	Â	
MVA Investors, LLC 440 STEVENS AVE, SUITE 100 SOLANA BEACH, CA 92075	Â	ÂX	Â	Â	
Berkley Capital Management Ltd. 440 STEVENS AVE, SUITE 100 SOLANA BEACH, CA 92075	Â	ÂX	Â	Â	

## **Signatures**

Boxer Capital, LLC, By: /s/ Aaron Davis, **Aaron Davis			
**Signature of Reporting Person	Date		
Boxer Asset Management Inc., By: /s/ Jefferson R. Voss, **Jefferson R. Voss	01/04/2016		
**Signature of Reporting Person	Date		

Reporting Owners 2

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MVA Investors, LLC, By: /s/ Aaron Davis, \*\*Aaron Davis 01/04/2016

\*\*Signature of Reporting Person Date

Joseph Lewis, /s/ Joseph Lewis, \*\*Joseph Lewis 01/04/2016

\*\*Signature of Reporting Person Date

Berkley Capital Management Ltd., By: /s/ Jefferson R. Voss, \*\*Jefferson R.

Voss 01/04/2016

\*\*Signature of Reporting Person Date

Braslyn Ltd., By: /s/ Jefferson Voss, \*\*Jefferson Voss 01/04/2016

\*\*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 Braslyn Ltd. ("Braslyn"), 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, LLC ("Boxer Capital"), (ii) Boxer

- (1) Asset Management Inc. ("Boxer Management"), (iii) MVA Investors, LLC ("MVA Investors"), (iv) Berkley Capital Management Ltd. ("Berkley Capital"), (v) Braslyn and (vi) Joe Lewis (collectively, the "Boxer Group"), and indirectly by Joe Lewis. Joe Lewis is the sole indirect owner of and controls Braslyn. On January 4, 2016, Berkley Capital transferred certain of its assets, including all of its shares of common stock of the issuer, to Braslyn for no consideration as part of an internal reorganization.
- (2) These securities are owned directly by Boxer Capital, and indirectly by Boxer Management and Joe 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.
- (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. 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.

Signatures 3