

Dissanayake Shehan Bharatha
 Form 4
 October 03, 2017

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Boxer Capital, LLC

(Last) (First) (Middle)

11682 EL CAMINO REAL, SUITE 320,

(Street)

SAN DIEGO, CA 92130

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Mirati Therapeutics, Inc. [MRTX]

3. Date of Earliest Transaction (Month/Day/Year)
 10/03/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
 ___X___ 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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V Amount (A) or (D) Price | | | |
| Common Stock | 10/03/2017 | | X | 189,780 A \$ 7.86 | 1,227,774 | D (1) | |
| Common Stock | 10/03/2017 | | X | 78,186 A \$ 7.86 | 513,630 | D (2) | |

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

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SEC 1474 (9-02)

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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 Derivative Security | 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) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Warrant (right to purchase) | \$ 7.86 | 10/03/2017 | | X | 189,780 | 11/21/2012 | 11/21/2017 | Common Stock | 189,780 |
| Warrant (right to purchase) | \$ 7.86 | 10/03/2017 | | X | 78,186 | 11/21/2012 | 11/21/2017 | Common Stock | 78,186 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Boxer Capital, LLC 11682 EL CAMINO REAL, SUITE 320 SAN DIEGO, CA 92130 | | X | | |
| Braslyn Ltd. CAY HOUSE, EP TAYLOR DRIVE LYFORD CAY, NEW PROVIDENCE, C5 N7776 | | X | | |
| LEWIS JOSEPH C/O CAY HOUSE P.O. BOX N-7776 E.P. TAYLOR DRIVE LYFORD CAY NEW PROVIDENCE, C5 | | X | | |
| Fuglesang Christopher 11682 EL CAMINO REAL, SUITE 320 SAN DIEGO, CA 92130 | | X | | |
| LAPPE RODNEY W 4660 LA JOLLA VILLAGE DRIVE, SUITE 500 SAN DIEGO, CA 92121 | X | X | | |
| LIEBERBURG IVAN M 11682 EL CAMINO REAL, SUITE 320 SAN DIEGO, CA 92130 | | X | | |
| Reisman Neil 11682 EL CAMINO REAL, SUITE 320 SAN DIEGO, CA 92130 | X | X | | |

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Dissanayake Shehan Bharatha
11682 EL CAMINO REAL, SUITE 320 X
SAN DIEGO, CA 92130

Davis Aaron I.
11682 EL CAMINO REAL, SUITE 320 X
SAN DIEGO, CA 92130

MVA Investors, LLC
11682 EL CAMINO REAL, SUITE 320 X
SAN DIEGO, CA 92130

Signatures

| | |
|---|------------|
| Boxer Capital, LLC, By: /s/ Aaron I Davis, Aaron I. Davis | 10/03/2017 |
| __Signature of Reporting Person | Date |
| MVA Investors, LLC, By: /s/ Aaron I. Davis, Aaron I. Davis | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Braslyn Ltd., By: /s/ Jason Callender, Jason Callender | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Joseph C. Lewis, By: /s/ Joseph C. Lewis, Joseph C. Lewis | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Christopher Fuglesang, By: /s/ Christopher Fuglesang, Christopher Fuglesang | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Rodney W. Lappe, By: /s/ Rodney W. Lappe, Rodney W. Lappe | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Ivan M. Lieberburg, By: /s/ Ivan M. Lieberburg, Ivan M. Lieberburg | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Neil Reisman, By: /s/ Neil Reisman, Neil Reisman | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Shehan B. Dissanayake, By: /s/ Shehan B. Dissanayake, Shehan B. Dissanayake | 10/03/2017 |
| __Signature of Reporting Person | Date |
| Aaron I. Davis, By: /s/ Aaron I. Davis, Aaron I. Davis | 10/03/2017 |
| __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 "group" for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, consisting of (i) Boxer Capital, (ii) Boxer Asset

(1) Management Inc., (iii) MVA Investors, LLC ("MVA Investors"), (iv) Braslyn Ltd., (v) Joe Lewis, (vi) Christopher Fuglesang, (vii) Rodney W. Lappe, (viii) Ivan M. Lieberburg, (ix) Neil Reisman, (x) Shehan B. Dissanayake, and (xi) Aaron I. Davis (collectively, the "Boxer Group"). Joseph C. Lewis is the sole indirect beneficial owner of and controls Braslyn Ltd.

(2)

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These securities are owned directly and solely by MVA Investors, which has sole voting and dispositive power with respect to these securities. Each of Messrs. Fuglesang, Lieberburg, Reisman, Dissanayake and Davis is a member of 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.

Remarks:

Form 1 of 2 Because the number of Reporting Persons exceeds the Form 4 limit, additional Reporting Persons are included on

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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