

LEFKOFF KYLE
Form 4
February 08, 2019

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 *
LEFKOFF KYLE

2. Issuer Name and Ticker or Trading Symbol
ARRAY BIOPHARMA INC
[ARRY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

C/O BOULDER VENTURES, 1941 PEARL STREET, SUITE 300

02/06/2019

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

BOULDER, CO 80302

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 02/06/2019 | | M | 25,000 A | \$ 10.47 47,720 | D | |
| Common Stock | 02/06/2019 | | S | 25,000 D | \$ 20.5077 22,720 (1) | D | |
| Common Stock | 02/06/2019 | | S | 5,000 (2) D | \$ 20.8241 25,000 (4) (3) | I | See footnote |
| Common Stock | 02/06/2019 | | S | 5,000 (2) D | \$ 20.8522 20,000 (4) | I | See footnote |

(5)

Common Stock 15,000 (6) I See footnote

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

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 10.47 | 02/06/2019 | | M | 25,000 | (7) 10/26/2027 | Common Stock | 25,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

LEFKOFF KYLE
C/O BOULDER VENTURES
1941 PEARL STREET, SUITE 300
BOULDER, CO 80302

Signatures

Jason Haddock, attorney-in-fact for Kyle A. Lefkoff 02/08/2019

**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).

(1)

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The price reported for these shares is the weighted average sale price of transactions made at prices from \$20.50 to \$20.58. Details of actual prices for shares sold are available from the Reporting Person upon request.

- (2) The sale was made by the Reporting Person as custodian for his son under the Colorado Uniform Gifts to Minors Act.
- (3) The price reported for these shares is the weighted average sale price of transactions made at prices from \$20.785 to \$20.834. Details of actual prices for shares sold are available from the Reporting Person upon request.
- (4) Comprised of shares of common stock in trust for the benefit of the Reporting Person's minor children.
- (5) The price reported for these shares is the weighted average sale price of transactions made at prices from \$20.805 to \$20.864. Details of actual prices for shares sold are available from the Reporting Person upon request.
- (6) Comprised of common stock held by BV Partners III Profit Sharing account for the benefit of the Reporting Person.
- (7) The options vested on October 26, 2018.

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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