

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

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**SCHEDULE 14A**

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**Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934 (Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12



**EXELIXIS, INC.**

(Exact name of registrant as specified in its charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
    - (1) Title of each class of securities to which transaction applies:
    - (2) Aggregate number of securities to which transaction applies:
    - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
    - (4) Proposed maximum aggregate value of transaction:
    - (5) Total fee paid:
  - Fee paid previously with preliminary materials.
  - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
    - (1) Amount Previously Paid:
    - (2) Form, Schedule or Registration Statement No.:
    - (3) Filing Party:
    - (4) Date Filed:
-

*The following communication was first sent or made available to certain stockholders of Exelixis, Inc. on May 8, 2019:*



1851 Harbor Bay Parkway  
Alameda, CA 94502

650.837.7000 MAIN  
650.837.8205 FAX  
www.exelixis.com

**\*\*\*\* IMPORTANT REMINDER \*\*\*\***

Dear Exelixis, Inc. Stockholder:

By now, you should have received your proxy materials for the 2019 Annual Meeting of Stockholders of Exelixis, Inc. which is scheduled to be held on May 22, 2019. You are receiving this reminder letter because your votes were not yet processed at the time that this letter was mailed. If you have already voted, we would like to thank you for your vote.

Your Board recommends that you vote **FOR** proposals 1, 2, 3 and 4. Even if you plan on attending the meeting, we urge you to vote your shares now, so they can be tabulated prior to the meeting.

**\*\*\*\*PLEASE VOTE TODAY\*\*\*\***

Your vote is extremely important. The **fastest and easiest way to vote is by telephone or over the Internet**. Instructions on how to vote your shares over the telephone or Internet are enclosed with this letter. Alternatively, you may sign and return the enclosed voting form in the envelope provided.

**WE URGE YOU TO EXERCISE YOUR RIGHT TO VOTE TODAY.**

If you sign and return the enclosed voting form without indicating a different choice, your shares will be voted **FOR** proposals 1, 2, 3 and 4. Important information regarding all four proposals is contained in Exelixis' proxy statement dated April 11, 2019, which was previously mailed to you and which we urge you to read.

***If you have questions or need help voting your shares, please call our proxy solicitation firm, Morrow Sodali LLC at 1-877-787-9239.***

Thank you for your investment in Exelixis, Inc. and for taking the time to vote your shares.

Very truly yours,

A handwritten signature in black ink, appearing to read "Stelios Papadopoulos".

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Stelios Papadopoulos, Ph.D.  
Chairman of the Board