FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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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

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* MORRISSEY MICHAEL						2. Issuer Name and Ticker or Trading Symbol EXELIXIS, INC. [EXEL]								(Ch	eck all app $rac{1}{X}$ Direc	tionship of Reporting Po all applicable) Director		10% Owner		
	ELIXIS, IN	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/04/2022									X Office belov	er (give title Other (sp w) below) President and CEO		specify		
(Street) ALAME (City)		tate) (2)4502 Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Indi Line) X										Form filed by One Reporting Person Form filed by More than One Reporting Person				
1. Title of Security (Instr. 3)				2. Transac	2. Transaction Date		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired Disposed Of (D) (Instr. 5)		uired (A) or	5. Amo Securit Benefic	Amount of ecurities eneficially wned Following		n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount	(A)	(A) or (D) Pr		Transa	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)			
Common Stock 03/0				03/02/	2022				G ⁽¹⁾	v	50,000	D		\$0	1,196,316		I		By Trust ⁽²⁾	
Common Stock ⁽³⁾ 03/0				03/04/2	2022 ⁽⁴⁾				A		270,415		A	\$ <mark>0</mark>	399	399,271 ⁽⁵⁾		D		
Common Stock														17	17,728 ⁽⁶⁾			By 401(k)		
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		if any	emed ion Date, /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 Expirati (Month/	ion Da		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amo or Num of Shar	ber						

Explanation of Responses:

- 1. Represents shares of Exelixis, Inc. common stock that the Reporting Person donated as a gift to a donor advised fund.
- 2. Shares held by Michael M. Morrissey and Meghan D. Morrissey, Trustees of the Morrissey Family Living Trust dated July 21, 1994, as amended.
- 3. Represents shares of Exelixis, Inc. common stock that will be issued to the Reporting Person upon vesting of restricted stock units. Each restricted stock unit is the economic equivalent of one share of Exelixis, Inc. common stock.
- 4. The restricted stock units were granted to the Reporting Person on the Transaction Date pursuant to the Exelixis, Inc. 2017 Equity Incentive Plan. The restricted stock units will vest as to 1/4th of the original number of shares subject to the restricted stock unit award on May 15, 2023 and thereafter as to 1/4th of the original number of shares subject to the restricted stock unit award on each May 15th
- 5. Includes 340,655 shares of Exelixis, Inc. common stock that will be issued to the Reporting Person upon vesting of restricted stock units.
- 6. Represents shares of Exelixis, Inc. common stock under the Exelixis, Inc. 401(k) Plan, pursuant to a plan statement dated as of March 4, 2022.

Remarks:

/s/ Christopher J. Senner, 03/08/2022 Attorney in Fact

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.