FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
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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 Instruction 1(b).

1. Name and Address of Reporting Person* MORRISSEY MICHAEL					EXELIXIS, INC. [EXEL]										k all app	ionship of Reportir all applicable) Director		rson(s) to Is	
(Last)	(Fii	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 11/16/2023								X	Officer (give title below) President		Other (sp below) and CEO		pecify
1851 HARBOR BAY PARKWAY					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street) ALAMEDA CA 94502													X Form filed by One Reporting Person Form filed by More than One Reporting Person					- 1	
(City)	(St	ate) (2	Zip)		Rul	Rule 10b5-1(c) Transaction Indication							on						
					Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is interested satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								an that is inter	nded to					
		Table	I - No	n-Deriva	tive S	Secu	rities	Acq	uired,	Dis	posed of	, or E	Benefi	cially	/ Own	ed			
1. Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securitie Disposed C Code (Instr. 8)				4 and Securit Benefic Owned		ies cially Following	Forn (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	(A) (D)	or Pri	ce		action(s) 3 and 4)			(Instr. 4)		
Common	on Stock		11/16/2023					G ⁽¹⁾		19,020	I)	\$ <mark>0</mark>	1,436,914				By Trust ⁽²⁾	
Common	Stock														610,000 ⁽³⁾ D		D		
Common	Stock													17,728 ⁽⁴⁾ I				By 401(k)	
		Tal									osed of, o				Owne	d			
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)		of	r osed) c. 3, 4	6. Date Expirati (Month/	on Da		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		Dei Sec (Ins	rivative curity str. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)
					Code	v	(4)	(D)	Date Evereis	abla	Expiration	Title	Amoun or Numbe of						

Explanation of Responses:

- 1. On November 16, 2023, the Reporting Person gifted 19,020 shares of Exelixis, Inc. common stock ("Common Stock") 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. Includes 610,000 shares of Common Stock that will be issued to the Reporting Person upon vesting of restricted stock units.
- 4. Represents shares of Common Stock under the Exelixis, Inc. 401(k) Plan, pursuant to a plan statement dated as of November 15, 2023.

Remarks:

/s/ Nina Ayer, Attorney in Fact 11/20/2023

** 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.