
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 8)*

EXELIXIS, INC.

(Name of Issuer)

Common Stock, par value \$0.001 per share (the "Shares")

(Title of Class of Securities)

(CUSIP Number)

Hannah E. Dunn
Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 2100
San Francisco, CA, 94111
(415) 421-2132

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

08/14/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No.

Name of reporting person

1 Farallon Capital Management, L.L.C.

2 Check the appropriate box if a member of a Group (See Instructions)

	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	AF
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
	Citizenship or place of organization
6	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8 13,989,010.00
Owned by	
Each	Sole Dispositive Power
Reporting	9 0.00
Person	
With:	Shared Dispositive Power
	10 13,989,010.00
	Aggregate amount beneficially owned by each reporting person
11	13,989,010.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	5.6 %
	Type of Reporting Person (See Instructions)
14	IA, OO

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Farallon Capital Partners, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	AF
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
	Citizenship or place of organization
6	CALIFORNIA
Number of	7 Sole Voting Power

Shares	
Beneficially	0.00
Owned by	Shared Voting Power
Each	8
Reporting	0.00
Person	Sole Dispositive Power
With:	9
	0.00
	Shared Dispositive Power
	10
	0.00
	Aggregate amount beneficially owned by each reporting person
11	0.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	0 %
	Type of Reporting Person (See Instructions)
14	PN

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Farallon Capital Institutional Partners, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	AF
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
	Citizenship or place of organization
6	CALIFORNIA
	Sole Voting Power
	7
	0.00
Number of	Shared Voting Power
Shares	8
Beneficially	0.00
Owned by	Sole Dispositive Power
Each	9
Reporting	0.00
Person	Shared Dispositive Power
With:	10
	0.00
11	Aggregate amount beneficially owned by each reporting person

	0.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	0 %
14	Type of Reporting Person (See Instructions)
	PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Farallon Capital Institutional Partners II, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	CALIFORNIA
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	0.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	0.00
	Aggregate amount beneficially owned by each reporting person
11	0.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	0 %
14	Type of Reporting Person (See Instructions)
	PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Farallon Capital Institutional Partners III, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
8	0.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	0.00
11	Aggregate amount beneficially owned by each reporting person
	0.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	0 %
14	Type of Reporting Person (See Instructions)
	PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Four Crossings Institutional Partners V, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)

3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	0.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	0.00
	Aggregate amount beneficially owned by each reporting person
11	0.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	0 %
	Type of Reporting Person (See Instructions)
14	PN

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Farallon Capital Offshore Investors II, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	CAYMAN ISLANDS
Number of	Sole Voting Power
Shares	7
Beneficially	0.00

Owned by Each Reporting Person With:	8	Shared Voting Power
		0.00
		Sole Dispositive Power
	9	0.00
		Shared Dispositive Power
	10	0.00
		Aggregate amount beneficially owned by each reporting person
11		0.00
12		Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
		☐
13		Percent of class represented by amount in Row (11)
		0 %
14		Type of Reporting Person (See Instructions)
		PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person	
	Farallon Capital (AM) Investors, L.P.	
	Check the appropriate box if a member of a Group (See Instructions)	
2	☐	(a)
	☐	(b)
3	SEC use only	
4	Source of funds (See Instructions)	
	AF	
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	☐	
6	Citizenship or place of organization	
	DELAWARE	
	Sole Voting Power	
Number of Shares Beneficially Owned by Each Reporting Person With:	7	0.00
		Shared Voting Power
	8	0.00
		Sole Dispositive Power
	9	0.00
		Shared Dispositive Power
	10	0.00
		Aggregate amount beneficially owned by each reporting person
11		0.00
12		Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

	☐	Percent of class represented by amount in Row (11)
13		0 %
		Type of Reporting Person (See Instructions)
14		PN

SCHEDULE 13D

CUSIP No.

	Name of reporting person	
1	Farallon Capital F5 Master I, L.P.	
	Check the appropriate box if a member of a Group (See Instructions)	
2	☐ (a)	
	☐ (b)	
3	SEC use only	
	Source of funds (See Instructions)	
4	AF	
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
5	☐	
	Citizenship or place of organization	
6	CAYMAN ISLANDS	
	Sole Voting Power	
7	0.00	
	Shared Voting Power	
8	0.00	
	Sole Dispositive Power	
9	0.00	
	Shared Dispositive Power	
10	0.00	
	Aggregate amount beneficially owned by each reporting person	
11	0.00	
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	
12	☐	
	Percent of class represented by amount in Row (11)	
13		0 %
	Type of Reporting Person (See Instructions)	
14		PN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Farallon Healthcare Partners Master, L.P.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	CAYMAN ISLANDS
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	0.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	0.00
	Aggregate amount beneficially owned by each reporting person
11	0.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	0 %
	Type of Reporting Person (See Instructions)
14	PN

SCHEDULE 13D**CUSIP No.**

1	Name of reporting person
	Farallon Partners, L.L.C.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)

	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
8	0.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	0.00
11	Aggregate amount beneficially owned by each reporting person
	0.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	0 %
14	Type of Reporting Person (See Instructions)
	OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Farallon Institutional (GP) V, L.L.C.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
Number of Shares Beneficially Owned by Each	Sole Voting Power
7	0.00
8	Shared Voting Power

Reporting Person With:	0.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	0.00
	Aggregate amount beneficially owned by each reporting person
11	0.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	0 %
	Type of Reporting Person (See Instructions)
14	OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Farallon F5 (GP), L.L.C.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
	Shared Voting Power
8	0.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	0.00
	Aggregate amount beneficially owned by each reporting person
11	0.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐

13	Percent of class represented by amount in Row (11)
	0 %
14	Type of Reporting Person (See Instructions)
	OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Farallon Healthcare Partners (GP), L.L.C.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	0.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	0.00
11	Aggregate amount beneficially owned by each reporting person
	0.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	0 %
14	Type of Reporting Person (See Instructions)
	OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Dapice Joshua J.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	UNITED STATES
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	13,989,010.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	13,989,010.00
11	Aggregate amount beneficially owned by each reporting person
	13,989,010.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	5.6 %
14	Type of Reporting Person (See Instructions)
	IN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Dreyfuss, Philip D.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF

5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
	☐	
	Citizenship or place of organization	
6	UNITED STATES	
	Sole Voting Power	
7	0.00	
Number of Shares Beneficially Owned by Each Reporting Person	Shared Voting Power	
8	13,989,010.00	
	Sole Dispositive Power	
9	0.00	
With:	Shared Dispositive Power	
10	13,989,010.00	
	Aggregate amount beneficially owned by each reporting person	
11	13,989,010.00	
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)	
12	☐	
	Percent of class represented by amount in Row (11)	
13	5.6 %	
	Type of Reporting Person (See Instructions)	
14	IN	

SCHEDULE 13D

CUSIP No.

	Name of reporting person	
1	Dunn Hannah E.	
	Check the appropriate box if a member of a Group (See Instructions)	
2	☐ (a)	
	☐ (b)	
3	SEC use only	
	Source of funds (See Instructions)	
4	AF	
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)	
5	☐	
	Citizenship or place of organization	
6	UNITED STATES	
Number of Shares Beneficially Owned by Each Reporting Person	Sole Voting Power	
7	0.00	
	Shared Voting Power	
8	13,989,010.00	
	Sole Dispositive Power	
9		

Person	
With:	0.00
	Shared Dispositive Power
10	13,989,010.00
11	Aggregate amount beneficially owned by each reporting person
	13,989,010.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	5.6 %
14	Type of Reporting Person (See Instructions)
	IN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Gehani, Varun N.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	UNITED STATES
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8 13,989,010.00
Owned by	
Each	Sole Dispositive Power
Reporting	9 0.00
Person	
With:	Shared Dispositive Power
	10 13,989,010.00
	Aggregate amount beneficially owned by each reporting person
11	13,989,010.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)

5.6 %
Type of Reporting Person (See Instructions)

14
IN

SCHEDULE 13D

CUSIP No.

1

Name of reporting person

Giauque, Nicolas

Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)

☐ (b)

3

SEC use only

4

Source of funds (See Instructions)

4

AF

5

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

6

Citizenship or place of organization

6

FRANCE

7

Sole Voting Power

7

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

8

Shared Voting Power

8

13,989,010.00

9

Sole Dispositive Power

9

0.00

10

Shared Dispositive Power

10

13,989,010.00

11

Aggregate amount beneficially owned by each reporting person

11

13,989,010.00

12

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

☐

13

Percent of class represented by amount in Row (11)

13

5.6 %

14

Type of Reporting Person (See Instructions)

14

IN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Husen, Avner A.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	AF
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
	Citizenship or place of organization
6	UNITED STATES
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8 13,989,010.00
Owned by	
Each	Sole Dispositive Power
Reporting	9 0.00
Person	
With:	Shared Dispositive Power
	10 13,989,010.00
	Aggregate amount beneficially owned by each reporting person
11	13,989,010.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	5.6 %
	Type of Reporting Person (See Instructions)
14	IN

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Kim, David T.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	AF
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	

	☐	Citizenship or place of organization
6		UNITED STATES
		Sole Voting Power
	7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:		Shared Voting Power
	8	13,989,010.00
		Sole Dispositive Power
	9	0.00
		Shared Dispositive Power
	10	13,989,010.00
		Aggregate amount beneficially owned by each reporting person
11		13,989,010.00
		Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12		☐
		Percent of class represented by amount in Row (11)
13		5.6 %
		Type of Reporting Person (See Instructions)
14		IN

SCHEDULE 13D

CUSIP No.

		Name of reporting person
1		Linn, Michael G.
		Check the appropriate box if a member of a Group (See Instructions)
2		☐ (a)
		☐ (b)
3		SEC use only
		Source of funds (See Instructions)
4		AF
		Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5		☐
		Citizenship or place of organization
6		UNITED STATES
Number of Shares Beneficially Owned by Each Reporting Person With:		Sole Voting Power
	7	0.00
		Shared Voting Power
	8	13,989,010.00
		Sole Dispositive Power
	9	0.00

10 Shared Dispositive Power

13,989,010.00

Aggregate amount beneficially owned by each reporting person

11

13,989,010.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

☐

Percent of class represented by amount in Row (11)

13

5.6 %

Type of Reporting Person (See Instructions)

14

IN

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

Luo Patrick (Cheng)

Check the appropriate box if a member of a Group (See Instructions)

2

☐

(a)

☐

(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

Citizenship or place of organization

6

CHINA

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially

8

13,989,010.00

Owned by

Sole Dispositive Power

Each

9

0.00

Reporting

Person

With:

Shared Dispositive Power

10

13,989,010.00

Aggregate amount beneficially owned by each reporting person

11

13,989,010.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

☐

Percent of class represented by amount in Row (11)

13

5.6 %

Type of Reporting Person (See Instructions)

14

SCHEDULE 13D

CUSIP No.

1

Name of reporting person

Roberts, Jr., Thomas G.

Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)

☐ (b)

3

SEC use only

4

Source of funds (See Instructions)

5

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6

☐

Citizenship or place of organization

7

UNITED STATES

Sole Voting Power

0.00

8

Number of Shares Beneficially Owned by Each Reporting Person With:

Shared Voting Power

13,989,010.00

Sole Dispositive Power

0.00

Shared Dispositive Power

13,989,010.00

9

Aggregate amount beneficially owned by each reporting person

13,989,010.00

10

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

11

☐

Percent of class represented by amount in Row (11)

12

5.6 %

13

Type of Reporting Person (See Instructions)

14

IN

SCHEDULE 13D

CUSIP No.

1

Name of reporting person

Saito Edric C.
Check the appropriate box if a member of a Group (See Instructions)

2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	UNITED STATES
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8 13,989,010.00
Owned by	
Each	Sole Dispositive Power
Reporting	9 0.00
Person	
With:	Shared Dispositive Power
	10 13,989,010.00
	Aggregate amount beneficially owned by each reporting person
11	13,989,010.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	5.6 %
14	Type of Reporting Person (See Instructions)
	IN

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Short Daniel S.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization

UNITED STATES

Sole Voting Power

7

0.00

Shared Voting Power

8

13,989,010.00

Sole Dispositive Power

9

0.00

Shared Dispositive Power

10

13,989,010.00

Aggregate amount beneficially owned by each reporting person

13,989,010.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

☐

Percent of class represented by amount in Row (11)

5.6 %

Type of Reporting Person (See Instructions)

IN

SCHEDULE 13D

CUSIP No.

Name of reporting person

Spokes, Andrew J. M.

Check the appropriate box if a member of a Group (See Instructions)

☐ (a)

☐ (b)

SEC use only

Source of funds (See Instructions)

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

☐

Citizenship or place of organization

UNITED KINGDOM

Sole Voting Power

7

0.00

Shared Voting Power

8

13,989,010.00

Sole Dispositive Power

9

0.00

10 Shared Dispositive Power

	13,989,010.00
11	Aggregate amount beneficially owned by each reporting person
	13,989,010.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	5.6 %
14	Type of Reporting Person (See Instructions)
	IN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Warren, John R.
2	Check the appropriate box if a member of a Group (See Instructions)
	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	UNITED STATES
7	Sole Voting Power
Number of Shares Beneficially Owned by Each Reporting Person With:	0.00
	Shared Voting Power
8	13,989,010.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	13,989,010.00
11	Aggregate amount beneficially owned by each reporting person
	13,989,010.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	5.6 %
14	Type of Reporting Person (See Instructions)
	IN

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Wehrly, Mark C.
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	UNITED STATES
	Sole Voting Power
7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
8	13,989,010.00
	Sole Dispositive Power
9	0.00
	Shared Dispositive Power
10	13,989,010.00
	Aggregate amount beneficially owned by each reporting person
11	13,989,010.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	5.6 %
	Type of Reporting Person (See Instructions)
14	IN

SCHEDULE 13D

Item 1.	Security and Issuer
	Title of Class of Securities:
(a)	Common Stock, par value \$0.001 per share (the "Shares")
	Name of Issuer:
(b)	EXELIXIS, INC.

(c) Address of Issuer's Principal Executive Offices:

1851 Harbor Bay Parkway, Alameda, CALIFORNIA , 94502.

Item 2. Identity and Background

This Amendment No. 8 to Schedule 13D (this "Amendment") hereby amends and restates Item 2(a) in its entirety, to read as follows: "This Schedule 13D is filed by the entity and persons listed below, all of whom together are referred to herein as the "Reporting Persons." (i) Farallon Capital Management, L.L.C., a Delaware limited liability company (the "Investment Manager"), which is the investment manager of certain investment vehicles and partnerships, including the Farallon Funds (as defined in Item 5), with respect to the Shares held by the Farallon Funds; and (ii) The following persons, each of whom is a managing member or senior managing member, as the case may be, of the Investment Manager, with respect to the Shares held by the Farallon Funds: Joshua J. Dapice ("Dapice"); Philip D. Dreyfuss ("Dreyfuss"); Hannah E. Dunn ("Dunn"); Varun N. Gehani ("Gehani"); Nicolas Giauque ("Giauque"); Avner A. Husen ("Husen"); David T. Kim ("Kim"); Michael G. Linn ("Linn"); Patrick (Cheng) Luo ("Luo"); Thomas G. Roberts, Jr. ("Roberts"); Edric C. Saito ("Saito"); Daniel S. Short ("Short"); Andrew J. M. Spokes ("Spokes"); John R. Warren ("Warren"); and Mark C. Wehrly ("Wehrly"). Dapice, Dreyfuss, Dunn, Gehani, Giauque, Husen, Kim, Linn, Luo, Roberts, Saito, Short, Spokes, Warren and Wehrly are together referred to herein as the "Farallon Individual Reporting Persons."

(b) This Amendment hereby amends and restates Item 2(b) in its entirety, to read as follows: "The address of the principal business office of each of the Reporting Persons is c/o Farallon Capital Management, L.L.C., One Maritime Plaza, Suite 2100, San Francisco, California 94111."

(c) This Amendment hereby amends and restates Item 2(c) in its entirety, to read as follows: "The principal business of the Investment Manager is to act as the investment manager of various investment vehicles and partnerships, including the Farallon Funds. The principal occupation of each Farallon Individual Reporting Person is serving as a managing member or senior managing member, as the case may be, of each of the Investment Manager and Farallon Partners, L.L.C., which is the general partner of certain investment partnerships advised by the Investment Manager, and as a manager or senior manager, as the case may be, of certain other general partners of investment partnerships advised by the Investment Manager."

(f) This Amendment hereby amends and restates Item 2(f) in its entirety, to read as follows: "The jurisdiction of organization of the Investment Manager is set forth above. Each of the Farallon Individual Reporting Persons, other than Giauque, Luo and Spokes, is a citizen of the United States. Giauque is a citizen of France. Luo is a citizen of China. Spokes is a citizen of the United Kingdom."

Item 3. Source and Amount of Funds or Other Consideration

This Amendment hereby amends and restates Item 3 in its entirety, to read as follows: "The approximate net investment cost for the Shares held by the Farallon Funds is \$308,124,978."

Item 5. Interest in Securities of the Issuer

(a) This Amendment hereby amends and restates Item 5(a) in its entirety, to read as follows: "The information set forth in Rows 7 through 13 of the cover page hereto for each Reporting Person is incorporated herein by reference for each such Reporting Person. The percentage amount set forth in Row 13 for all cover pages filed herewith is calculated based upon 247,781,692 Shares outstanding as of July 27, 2026, as reported by the Issuer in its Form 10-Q filed with the Securities and Exchange Commission on August 5, 2026. The Shares reported hereby as beneficially owned by the Reporting Persons are held directly by the following investment partnerships, of which the Investment Manager is the investment manager: (i) Farallon Capital Partners, L.P., a California limited partnership ("FCP"); (ii) Farallon Capital Institutional Partners, L.P., a California limited partnership ("FCIP"); (iii) Farallon Capital Institutional Partners II, L.P., a California limited partnership ("FCIP II"); (iv) Farallon Capital Institutional Partners III, L.P., a Delaware limited partnership ("FCIP III"); (v) Farallon Capital Offshore Investors II, L.P., a Cayman Islands exempted limited partnership ("FCOI II"); (vi) Farallon Capital (AM) Investors, L.P., a Delaware limited partnership ("FCAMI"); (vii) Farallon Capital F5 Master I, L.P., a Cayman Islands exempted limited partnership ("F5MI"); and (viii) Farallon Healthcare Partners Master, L.P., a Cayman Islands exempted limited partnership ("FHPM"). FCP, FCIP, FCIP II, FCIP III, FCOI II, FCAMI, F5MI and FHPM are together referred to herein as the "Farallon Funds."

(b) This Amendment hereby amends and restates Item 5(b) in its entirety, to read as follows: "The information set forth in Rows 7 through 13 of the cover page hereto for each Reporting Person is incorporated herein by reference for each such Reporting Person."

(c) This Amendment hereby amends and restates Item 5(c) in its entirety, to read as follows: "The dates, number of Shares involved and the price per Share (excluding commissions) for all transactions in the Shares by the Farallon Funds in the past sixty days are set forth in Exhibit 1.C attached hereto and such information is incorporated herein by reference. All of such transactions were open-market transactions."

(d) This Amendment hereby amends and restates Item 5(d) in its entirety, to read as follows: "The Farallon Funds have the right to receive dividends from, and the proceeds from the sale of, the securities of the Issuer beneficially owned by the Reporting Persons."

Item 7. Material to be Filed as Exhibits.

This Amendment hereby amends and supplements Item 7 by adding the following thereto: "There is filed herewith as Exhibit 1.C the sixty-day trading history referenced in Item 5(c). There is filed herewith as Exhibit 8 a written agreement relating to the filing of joint acquisition statements as required by Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended."

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Farallon Capital Management, L.L.C.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member

Date: 08/14/2026

Farallon Capital Partners, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member of its General Partner

Date: 08/14/2026

Farallon Capital Institutional Partners, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member of its General Partner

Date: 08/14/2026

Farallon Capital Institutional Partners II, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member of its General Partner

Date: 08/14/2026

Farallon Capital Institutional Partners III, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member of its General Partner

Date: 08/14/2026

Four Crossings Institutional Partners V, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Manager of its General Partner

Date: 08/14/2026

Farallon Capital Offshore Investors II, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member of its General Partner

Date: 08/14/2026

Farallon Capital (AM) Investors, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member of its General Partner

Date: 08/14/2026

Farallon Capital F5 Master I, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Manager of its General Partner

Date: 08/14/2026

Farallon Healthcare Partners Master, L.P.

Signature: /s/ Hannah E. Dunn

Name/Title: Manager of its General Partner

Date: 08/14/2026

Farallon Partners, L.L.C.

Signature: /s/ Hannah E. Dunn

Name/Title: Managing Member

Date: 08/14/2026

Farallon Institutional (GP) V, L.L.C.

Signature: /s/ Hannah E. Dunn

Name/Title: Manager

Date: 08/14/2026

Farallon F5 (GP), L.L.C.

Signature: /s/ Hannah E. Dunn

Name/Title: Manager

Date: 08/14/2026

Farallon Healthcare Partners (GP), L.L.C.

Signature: /s/ Hannah E. Dunn

Name/Title: Manager

Date: 08/14/2026

Dapice Joshua J.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Dreyfuss, Philip D.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Dunn Hannah E.

Signature: /s/ Hannah E. Dunn

Name/Title: Hannah E. Dunn

Date: 08/14/2026

Gehani, Varun N.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Giauque, Nicolas

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Husen, Avner A.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Kim, David T.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Linn, Michael G.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Luo Patrick (Cheng)

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Roberts, Jr., Thomas G.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Saito Edric C.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Short Daniel S.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Spokes, Andrew J. M.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Warren, John R.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Wehrly, Mark C.

Signature: /s/ Hannah E. Dunn

Name/Title: Attorney-In-Fact

Date: 08/14/2026

Comments accompanying signature: Each of Farallon Partners, L.L.C., Farallon Institutional (GP) V, L.L.C., Farallon F5 (GP), L.L.C, and Farallon Healthcare Partners (GP), L.L.C. has executed this statement in Mill Valley, California, on behalf of itself and each fund for which it is the general partner.

This Exhibit 1.C sets forth information with respect to each purchase or sale of Shares effectuated by the Investment Manager on behalf on the Farallon Funds in the past sixty days. Unless otherwise indicated, all transactions were effectuated in the open market through a broker.

TRADE DATE	NO. OF SHARES PURCHASED (P) OR SOLD (S)	PRICE PER SHARE (\$)
8/10/2026	74,000 (P)	\$52.96
8/7/2026	27,000 (P)	\$53.21
8/7/2026	125,000 (P)	\$53.83
8/6/2026	50,000 (P)	\$52.73
8/6/2026	2,374 (P)	\$55.01
8/6/2026	38,626 (P)	\$55.02
7/17/2026	59,000 (S)	\$55.77
7/16/2026	75,000 (S)	\$55.63
7/13/2026	106,000 (S)	\$55.77
7/13/2026	265,000 (P)	\$55.82
7/9/2026	130,000 (P)	\$56.92
7/8/2026	49,000 (P)	\$56.07
6/25/2026	189,000 (S)	\$53.30
6/25/2026	227,000 (P)	\$53.35
6/22/2026	39,000 (S)	\$51.34
6/22/2026	117,000 (P)	\$51.37
6/18/2026	39,000 (S)	\$51.92
6/18/2026	116,000 (P)	\$51.94

JOINT ACQUISITION STATEMENT
PURSUANT TO SECTION 240.13d-1(k).

The undersigned acknowledge and agree that the foregoing statement on Schedule 13D is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13D shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Dated: August 14, 2026

/s/ Hannah E. Dunn

FARALLON CAPITAL MANAGEMENT, L.L.C.

By Hannah E. Dunn, Managing Member

/s/ Hannah E. Dunn

Hannah E. Dunn, individually and as attorney-in-fact for each of Joshua J. Dapice, Philip D. Dreyfuss, Varun N. Gehani, Nicolas Giauque, Avner A. Husen, David T. Kim, Michael G. Linn, Patrick (Cheng) Luo, Thomas G. Roberts, Jr., Edric C. Saito, Daniel S. Short, Andrew J. M. Spokes, John R. Warren and Mark C. Wehrly