FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **NERSHIP**

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										

0.5

hours per response:

or Section 30(h) of the Investment Company Act of 1940

	Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWN
	obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 193-

					0. 00	CCHOIL	30(11) 01 1110		icini O	ompany Act	01 1340								
Name and Address of Reporting Person*  Malik Rajesh							me <b>and</b> Tic					Relationship of Reporting Person(s) to Issuer (Check all applicable)							
<u>Malik i</u>	<u>kajesn</u>				<u>r</u>	,	. [	,			Directo	or (give title	10% Owner title Other (specify below)  l Officer & SVP R&D  Group Filing (Check Applicable y One Reporting Person y More than One Reporting  6. Ownership Form: Direct (D) or Indirect Beneficial Ownership (Instr. 4)  D  D  Imber of vartive Form: Ownership Form: Direct (D) ownership (Instr. 4)  D  D  Imber of Country Ownership Form: Ownership (Instr. 4)  D  D  Imber of Jo. Ownership Form: Ownership (Instr. 4)  D  D  Imber of Jo. Ownership Form: Ownership (Instr. 4)  D  D  Imber of Jo. Ownership Form: Ownership Form: Ownership (Instr. 4)  D  Imber of Jo. Ownership Form:						
(Last) (First) (Middle)													X below)				респу		
C/O G1 THERAPEUTICS, 79 TW ALEXANDER DR. 4501 RESEARCH COMMONS, SUITE 100						ate of E .6/201		saction (	(Montl	h/Day/Year)		Ch. M	edical Off	licer 8	k SVP R8	kD			
Street) RESEARCH				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person						
TRIANGLE NC 27709 PARK													Form filed by More tha Person			rting			
(City)	(S	tate)	(Zip)																
		Tab	le I - N	on-Deriv	ative :	Secu	rities Ac	quire	d, Di	sposed o	f, or Be	eneficial	ly Owne	k					
Title of Security (Instr. 3)  2. Transact Date (Month/Day				Execu if any	A. Deemed execution Date, any Month/Day/Year)		ction Instr.	4. Securities Acquired Disposed Of (D) (Insti			) Securiti Benefic Owned	5. Amount of Securities Beneficially Owned Following		: Direct Indirect str. 4)	of Indirect Beneficial Ownership				
								Code	v	Amount	(A) or (D)	Price	Reporte Transac (Instr. 3	tion(s)			(mstr. 4)		
Common Stock 01/16/2					2018			M <sup>(1)</sup>		3,776	A	\$0.3	3,	776		D			
Common Stock 01/16/2				2018			S <sup>(1)</sup>		3,776	D	\$22.959	) <sup>(2)</sup>	0.00		D				
		7	Γable II							posed of, converti			Owned						
Title of Derivative Security Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Dee Execution if any (Month/I		4. Transact Code (In: 8)	tion C	5. Number of Derivative Securities Acquired (A) or	6. Date Expirati (Month/	on Da		7. Title ar Amount of Securities Underlyind Derivative (Instr. 3 a	of s ng e Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following	e s lly	Ownership Form:	of Indirect Beneficial		

Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Iransaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)  8)  Code (Instr. 9)  Code (Instr. 9)  Code (Instr. 9)  Code (Instr. 9)  Code (Instr. 18)  C		vative urities uired or oosed o) tr. 3, 4	6. Date Exerc Expiration Da (Month/Day/\)	/. Inte and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number or derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)	\$0.3	01/16/2018		M <sup>(1)</sup>			3,776	(3)	08/29/2023	Common Stock	3,776	\$0.00	2,890	D	

## **Explanation of Responses:**

- 1. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan.
- 2. The price represents the weighted average price with a low of \$22.80 and a high of \$23.51.
- 3. All shares underlying this option have vested.

## Remarks:

/s/ Brian Shea, attorney-in-fact 01/17/2018

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.