

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

FORM 15

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION
UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934
OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number: 001-38096

G1 THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

700 Park Offices Drive
Suite 200
Research Triangle Park, NC 27709
(Address, including zip code of registrant's principal executive offices)

Common stock, \$0.0001 par value per share
(Title of each class of securities covered by this Form)

None
(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(2)	<input type="checkbox"/>
Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>
Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 15d-6	<input type="checkbox"/>
Rule 15d-22(b)	<input type="checkbox"/>

Approximate number of holders of record as of the certification or notice date: One (1).*

* Explanatory Note: Pursuant to the Agreement and Plan of Merger, dated as of August 6, 2024 (the "Merger Agreement"), by and among the Pharmacosmos A/S, a Danish *Aktieselskab* ("Parent"), Genesis Merger Sub, Inc., a Delaware corporation and indirect wholly owned subsidiary of Parent ("Purchaser") and G1 Therapeutics, Inc., a Delaware Corporation (the "Company"), Purchaser merged with and into the Company with the Company surviving the merger as an indirect wholly owned subsidiary of Parent. The merger became effective on September 18, 2024, upon the filing of the certificate of merger with the Secretary of State of the State of Delaware.

Pursuant to the requirements of the Securities Exchange Act of 1934, G1 Therapeutics, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: September 30, 2024

G1 THERAPEUTICS, INC

By: /s/ Joshua Franklin
Name: Joshua Franklin
Title: President