

RIGEL PHARMACEUTICALS INC  
 Form 3  
 October 11, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Masuda Esteban (Last) (First) (Middle)  RIGEL PHARMACEUTICALS, INC.  (Street)  SOUTH SAN FRANCISCO, CA 94080 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/10/2016	3. Issuer Name and Ticker or Trading Symbol RIGEL PHARMACEUTICALS INC [RIGL]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Sr. VP Research	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	15,478	D	

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)  Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (1)	01/24/2017	Common Stock	24,227	\$ 11.36	D	Â
Employee Stock Option (right to buy)	Â (2)	01/24/2017	Common Stock	35,773	\$ 11.36	D	Â
Employee Stock Option (right to buy)	Â (3)	01/24/2017	Common Stock	1,774	\$ 11.36	D	Â
Employee Stock Option (right to buy)	Â (4)	01/31/2018	Common Stock	72,000	\$ 26.45	D	Â
Employee Stock Option (right to buy)	Â (5)	03/30/2019	Common Stock	45,000	\$ 6.49	D	Â
Employee Stock Option (right to buy)	Â (6)	01/20/2020	Common Stock	10,000	\$ 9.62	D	Â
Employee Stock Option (right to buy)	Â (7)	05/19/2020	Common Stock	25,000	\$ 7.11	D	Â
Employee Stock Option (right to buy)	Â (8)	02/01/2021	Common Stock	35,000	\$ 6.73	D	Â
Employee Stock Option (right to buy)	Â (9)	01/25/2022	Common Stock	40,000	\$ 8.15	D	Â
Employee Stock Option (right to buy)	Â (10)	01/30/2023	Common Stock	60,000	\$ 6.51	D	Â
Employee Stock Option (right to buy)	Â (11)	09/19/2023	Common Stock	40,000	\$ 3.55	D	Â
Employee Stock Option (right to buy)	Â (12)	01/29/2024	Common Stock	40,000	\$ 3.2	D	Â
Employee Stock Option (right to buy)	Â (13)	01/26/2025	Common Stock	50,000	\$ 2.14	D	Â
Employee Stock Option (right to buy)	Â (14)	01/22/2026	Common Stock	55,000	\$ 2.72	D	Â
Employee Stock Option (Right to Buy)	Â (15)	10/03/2026	Common Stock	100,000	\$ 3.96	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Masuda Esteban RIGEL PHARMACEUTICALS, INC. SOUTH SAN FRANCISCO, CA 94080	Â	Â	Â Sr. VP Research	Â

## Signatures

/s/ Dolly Vance  
(Attorney-in-Fact)

10/11/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) The option was fully vested on 12/1/11.
- (2) The option was fully vested on 12/1/10.
- (3) The option was fully vested on 1/1/08.
- (4) The option was fully vested on 1/1/12.
- (5) The option was fully vested on 3/30/10.
- (6) The option was fully vested on 1/1/11.
- (7) The option was fully vested on 3/26/11.
- (8) The option was fully vested on 1/1/12.
- (9) The option was fully vested on 1/1/13.
- (10) Common Stock subject to the Option shall vest monthly over a four-year term from the date of grant, subject to the Continuous Service (as defined in the Plan) to the Company through each vesting date.
- (11) The option was fully vested on 9/19/15.
- (12) The option was fully vested on 2/1/16.
- (13) Common Stock subject to the Option shall vest monthly over a two-year term from 1/1/15, subject to the Continuous Service (as defined in the Plan) to the Company through each vesting date.
- (14) Common Stock subject to the Option shall vest over a two-year term from 1/1/16, subject to the Continuous Service (as defined in the Plan) to the Company through each vesting date.  
Common Stock subject to the Option shall vest over a four-year term, with one-fourth of the shares subject to the Option vesting on
- (15) September 16, 2017, and 1/48th of the shares subject to the Option vesting monthly thereafter, subject to the Continuous Service (as defined in the Plan) to the Company through each vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.