#### INFINITY PHARMACEUTICALS, INC.

Form 4

November 28, 2014

November 26	5, 2014												
<b>FORM</b>	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMM								COMMISSION	OMB APPROVAL			
	Washington, D.C. 20549							OMB Number:	3235-0287				
Check thi if no long	s box								NEDGIJID OF	Expires:	January 31, 2005		
subject to Section 10	STATEM	ENT OF	CHAN	NERSHIP OF		mated average							
Form 4 or			2200		ITIES				burden hou response	•			
Form 5 obligation	Section 17(s							_	ge Act of 1934, f 1935 or Section	n			
may conti <i>See</i> Instru 1(b).	nue.		of the Inv	-		_							
(Print or Type R	desponses)												
1. Name and Address of Reporting Person <sup>*</sup> 2. I Palombella Vito J. Syml				Name a	ınd '	Ticker or	Tradin	ıg	5. Relationship of Reporting Person(s) to Issuer				
	INFINITY PHARMACEUTICALS, INC. [INFI]						(Check all applicable)						
(Last)	· / / · · / · · · / · · · · / · · · · ·					insaction			DirectorX_ Officer (give		10% Owner itle Other (specify		
C/O INFINI	(Month/Da) 11/26/20	-	)				below) below)  Chief Scientific Officer						
PHARMAC MEMORIA	EUTICALS, INC L DRIVE	C., 780							Ciner (	Scientific Office			
					ndment, Date Original				6. Individual or Joint/Group Filing(Check				
CAMBRIDO	GE, MA 02139		Filed(Mon	ш/Дау/ 1	cai)				Applicable Line) _X_ Form filed by 0 Form filed by N Person	One Reporting Performent of the Performance of the			
(City)	(State)	(Zip)	Table	e I - Noi	n-De	erivative S	Securi	ties Acc	quired, Disposed of	, or Beneficial	lly Owned		
1.Title of	2. Transaction Date	2A. Deemed		3. 4. Securities Acquired						6. Ownership			
Security (Instr. 3)	(Month/Day/Year)	Execution any	n Date, if	Transa Code	ctio	n(A) or Di (D)	ispose	d of	Securities Beneficially	Form: Direct (D) or	Indirect Beneficial		
		(Month/Day/Year)		(Instr. 8) (Instr. 3, 4 and 5)				5)	Owned Following	` '	Ownership (Instr. 4)		
							(A)		Reported Transaction(s)	(Instr. 1)	(Instr. 1)		
				Code	V	Amount	or	Price	(Instr. 3 and 4)				
Common Stock	11/26/2014			M(1)		4,736	A	\$ 2.04	4,736	D			
Common Stock	11/26/2014			S(1)		4,736	D	\$ 15	0	D			
Common Stock									6,543.8018	I	By 401k		
Reminder: Repo	ort on a separate line	for each cla	ass of secur	rities be	nefic	cially own	ed dir	ectly or	indirectly.		FG 1454		

Persons who respond to the collection of

information contained in this form are not

SEC 1474

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 2.04	11/26/2014		M(2)	4,736	05/10/2005(3)	05/10/2015	Common Stock	4,736

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Palombella Vito J. C/O INFINITY PHARMACEUTICALS, INC. 780 MEMORIAL DRIVE CAMBRIDGE, MA 02139

Chief Scientific Officer

### **Signatures**

/s/Vito J.

Palombella 11/28/2014

\*\*Signature of Reporting Person Date

# **Explanation of Responses:**

- \* 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).
- (1) The acquisition and disposition reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 27, 2013.
- (2) The disposition reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 27, 2013.
- This stock option was granted under the issuer's Pre-Merger Stock Incentive Plan, which permits the early exercise of unvested stock options in exchange for shares of restricted stock that are subject to a right of repurchase by the issuer that lapses in accordance with the vesting schedule of the original option. This option is fully vested.

Reporting Owners 2

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