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

FORM 8-K

CURRENT REPORT Pursuant to Section 13 OR 15(d) of the Securities Exchange act of 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): MARCH 20, 2002

EXELIXIS, INC.

(Exact name of registrant as specified in its charter)

DELAWARE 0-30235 04-3257395 (State or other jurisdiction (Commission (I.R.S. Employer of incorporation) File Number) Identification No.)

> 170 Harbor Way P.O. Box 511 South San Francisco, CA 94083 (Address of principal executive offices, including zip code) (650) 837-7000 (Registrant's telephone number, including area code)

\_\_\_\_\_

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS
(i) Exhibits
Exhibit 99.1 Press release entitled "Exelixis Announces Fourth Quarter and Year
End Financial Results", dated March 20, 2002.

ITEM 9. REGULATION FD DISCLOSURE

On March 20, 2002, Exelixis, Inc. (the "Company") issued a press release announcing fourth quarter and year end financial results. A copy of such press release is furnished pursuant to Item 9 as Exhibit 99.1 hereto and is incorporated by reference herein.

## SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: March 20, 2002 Exelixis, Inc. /s/ Glen Y. Sato Glen Y. Sato Chief Financial Officer, Vice President, Legal Affairs and Secretary (Principal Financial and Accounting Officer)