

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

MEI PHARMA, INC.

---

(Name of Issuer)

Common Stock, Par Value \$0.00000002 Per Share

---

(Title of Class of Securities)

55279B202  
(CUSIP Number)

December 31, 2014  
(Date of Event which Requires Filing  
of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

|  |  |  |
|--|--|--|
| <b>1</b>   | NAME OF REPORTING PERSON<br>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON<br><br>Point72 Asset Management, L.P.                      |  |
| <b>2</b>   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*<br><br>(a) <input type="checkbox"/><br>(b) <input checked="" type="checkbox"/> |  |
| <b>3</b>   | SEC USE ONLY   |  |
| <b>4</b>   | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>Delaware   |  |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | <b>5</b>   | SOLE VOTING POWER<br><br>0                             |
|  | <b>6</b>   | SHARED VOTING POWER<br><br>1,650,000 (see Item 4)      |
|  | <b>7</b>   | SOLE DISPOSITIVE POWER<br><br>0                        |
|  | <b>8</b>   | SHARED DISPOSITIVE POWER<br><br>1,650,000 (see Item 4) |
| <b>9</b>   | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>1,650,000 (see Item 4)                                       |  |
| <b>10</b>  | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES<br><br><input type="checkbox"/>                             |  |
| <b>11</b>  | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br><br>5.0% (see Item 4)   |  |
| <b>12</b>  | TYPE OF REPORTING PERSON*<br><br>PN  |  |

\*SEE INSTRUCTION BEFORE FILLING OUT

|  |  |  |
|--|--|--|
| 1  | NAME OF REPORTING PERSON<br>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON<br><br>Point72 Capital Advisors, Inc.                      |  |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*<br><br>(a) <input type="checkbox"/><br>(b) <input checked="" type="checkbox"/> |  |
| 3  | SEC USE ONLY   |  |
| 4  | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>Delaware   |  |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | 5  | SOLE VOTING POWER<br><br>0                             |
|  | 6  | SHARED VOTING POWER<br><br>1,650,000 (see Item 4)      |
|  | 7  | SOLE DISPOSITIVE POWER<br><br>0                        |
|  | 8  | SHARED DISPOSITIVE POWER<br><br>1,650,000 (see Item 4) |
| 9  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>1,650,000 (see Item 4)                                       |  |
| 10   | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES<br><br><input type="checkbox"/>                             |  |
| 11   | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br><br>5.0% (see Item 4)   |  |
| 12   | TYPE OF REPORTING PERSON*<br><br>CO  |  |

**\*SEE INSTRUCTION BEFORE FILLING OUT**

|  |  |  |
|--|--|--|
| 1  | NAME OF REPORTING PERSON<br>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON<br><br>EverPoint Asset Management, LLC                     |  |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*<br><br>(a) <input type="checkbox"/><br>(b) <input checked="" type="checkbox"/> |  |
| 3  | SEC USE ONLY   |  |
| 4  | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>Delaware   |  |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | 5  | SOLE VOTING POWER<br><br>0                           |
|  | 6  | SHARED VOTING POWER<br><br>650,000 (see Item 4)      |
|  | 7  | SOLE DISPOSITIVE POWER<br><br>0                      |
|  | 8  | SHARED DISPOSITIVE POWER<br><br>650,000 (see Item 4) |
| 9  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>650,000 (see Item 4)   |  |
| 10   | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES<br><br><input type="checkbox"/>                             |  |
| 11   | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br><br>2.0% (see Item 4)   |  |
| 12   | TYPE OF REPORTING PERSON*<br><br>OO  |  |

**\*SEE INSTRUCTION BEFORE FILLING OUT**

|  |  |  |
|--|--|--|
| 1  | NAME OF REPORTING PERSON<br>I.R.S. IDENTIFICATION NO. OF ABOVE PERSON<br><br>Steven A. Cohen                                     |  |
| 2  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*<br><br>(a) <input type="checkbox"/><br>(b) <input checked="" type="checkbox"/> |  |
| 3  | SEC USE ONLY   |  |
| 4  | CITIZENSHIP OR PLACE OF ORGANIZATION<br><br>United States  |  |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED<br>BY<br>EACH<br>REPORTING<br>PERSON<br>WITH: | 5  | SOLE VOTING POWER<br><br>0                             |
|  | 6  | SHARED VOTING POWER<br><br>2,300,000 (see Item 4)      |
|  | 7  | SOLE DISPOSITIVE POWER<br><br>0                        |
|  | 8  | SHARED DISPOSITIVE POWER<br><br>2,300,000 (see Item 4) |
| 9  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br><br>2,300,000 (see Item 4)                                       |  |
| 10   | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES<br><br><input type="checkbox"/>                             |  |
| 11   | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br><br>6.9% (see Item 4)   |  |
| 12   | TYPE OF REPORTING PERSON*<br><br>IN  |  |

**\*SEE INSTRUCTION BEFORE FILLING OUT**

- Item 1(a)**                    **Name of Issuer:**
- MEI Pharma, Inc.
- Item 1(b)**                    **Address of Issuer's Principal Executive Offices:**
- 11975 El Camino Real, Suite 101, San Diego, CA 92130
- Item 2(a)**                    **Name of Person Filing:**
- This statement is filed by: (i) Point72 Asset Management, L.P. (“Point72 Asset Management”) with respect to shares of Common Stock, \$0.00000002 par value per share (“Shares”), of the Issuer held by certain investment funds it manages; (ii) Point72 Capital Advisors, Inc. (“Point72 Capital Advisors Inc.”) with respect to Shares held by certain investment funds managed by Point72 Asset Management; (iii) EverPoint Asset Management, LLC (“EverPoint Asset Management”) with respect to Shares held by certain investment funds it manages; and (iv) Steven A. Cohen with respect to Shares beneficially owned by Point72 Asset Management, Point72 Capital Advisors Inc. and EverPoint Asset Management.
- Item 2(b)**                    **Address or Principal Business Office:**
- The address of the principal business office of (i) Point72 Asset Management, Point72 Capital Advisors Inc. and Mr. Cohen is 72 Cummings Point Road, Stamford, CT 06902; and (ii) EverPoint Asset Management is 510 Madison Avenue, New York, NY 10022.
- Item 2(c)**                    **Citizenship:**
- Point72 Asset Management is a Delaware limited partnership. Point72 Capital Advisors Inc. is a Delaware corporation. EverPoint Asset Management is a Delaware limited liability company. Mr. Cohen is a United States citizen.
- Item 2(d)**                    **Title of Class of Securities:**
- Common Stock, par value \$0.00000002 per share
- Item 2(e)**                    **CUSIP Number:**
- 55279B202
- Item 3**                        Not Applicable

**Ownership:**

The percentages used herein are calculated based upon the Shares of common stock issued and outstanding immediately following the Issuer's public offering of Shares as described in the Issuer's Prospectus Supplement on Form 424B5 filed with the Securities and Exchange Commission by the Issuer on December 12, 2014 (the "Prospectus"), including the exercise in full by the underwriters of their option to purchase additional Shares, which were delivered on or about December 17, 2014, as reported in the Prospectus.

As of the close of business on December 31, 2014:

1. Point72 Asset Management, L.P.
  - (a) Amount beneficially owned: 1,650,000
  - (b) Percent of class: 5.0%
  - (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 1,650,000
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 1,650,000
  
2. Point72 Capital Advisors, Inc.
  - (a) Amount beneficially owned: 1,650,000
  - (b) Percent of class: 5.0%
  - (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 1,650,000
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 1,650,000
  
3. EverPoint Asset Management, LLC
  - (a) Amount beneficially owned: 650,000
  - (b) Percent of class: 2.0%
  - (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 650,000
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 650,000
  
4. Steven A. Cohen
  - (a) Amount beneficially owned: 2,300,000
  - (b) Percent of class: 6.9%
  - (c)(i) Sole power to vote or direct the vote: -0-
  - (ii) Shared power to vote or direct the vote: 2,300,000
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 2,300,000

Point72 Asset Management, Point72 Capital Advisors Inc., EverPoint Asset Management and Mr. Cohen own directly no Shares. Pursuant to an investment management agreement, Point72 Asset Management maintains investment and voting power with respect to the securities held by certain investment funds it manages. Point72 Capital Advisors Inc. is the general partner of Point72 Asset Management. Pursuant to an investment management agreement, EverPoint Asset Management maintains investment and voting power with respect to the securities held by certain investment funds it manages. Mr. Cohen controls each of Point72 Capital Advisors Inc. and EverPoint Asset Management. As of December 31, 2014, by reason of the provisions of Rule 13d-3 of the Securities Exchange Act of 1934, as amended, each of (i) Point72 Asset Management, Point72 Capital Advisors Inc. and Mr. Cohen may be deemed to beneficially own 1,650,000 Shares (constituting approximately 5.0% of the Shares outstanding); and (ii) EverPoint Asset Management and Mr. Cohen may be deemed to beneficially own 650,000 Shares (constituting approximately 2.0% of the Shares outstanding). Each of Point72 Asset Management, Point72 Capital Advisors Inc., EverPoint Asset Management and Mr. Cohen disclaims beneficial ownership of any of the securities covered by this statement.

**Item 5** **Ownership of Five Percent or Less of a Class:**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

**Item 6** **Ownership of More than Five Percent on Behalf of Another Person:**

Not Applicable

**Item 7** **Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:**

Not Applicable

**Item 8** **Identification and Classification of Members of the Group:**

Not Applicable

**Item 9** **Notice of Dissolution of Group:**

Not Applicable

**Item 10** **Certification:**

By signing below the signatory certifies that, to the best of his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.



SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 17, 2015

POINT72 ASSET MANAGEMENT, L.P.

By: /s/ Peter Nussbaum

Name: Peter Nussbaum

Title: Authorized Person

POINT72 CAPITAL ADVISORS, INC.

By: /s/ Peter Nussbaum

Name: Peter Nussbaum

Title: Authorized Person

EVERPOINT ASSET MANAGEMENT, LLC

By: /s/ Peter Nussbaum

Name: Peter Nussbaum

Title: Authorized Person

STEVEN A. COHEN

By: /s/ Peter Nussbaum

Name: Peter Nussbaum

Title: Authorized Person