FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* Drazba Brian G.					2. Issuer Name and Ticker or Trading Symbol MEI Pharma, Inc. [MEIP]								5. Relationship of Reporting Person(s) to Issue (Check all applicable) Director 10% Own V Officer (give title Other (sp					/ner	
(Last) (First) (Middle) C/O MEI PHARMA, INC. 11455 EL CAMINO REAL, SUITE 250			3. Date of Earliest Transaction (Month/Day/Year) 07/02/2020									X	below)	give title nief Fina	ncial	below)	респу		
(Street) SAN DIEGO CA 92130				4. 1	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(City)		tate)	(Zip)											Form filed by More than One Reporting Person					
		Та	ble I - Nor	n-Deriv	ativ	re Se	curities	s Ac	quired, Di	isp	osed o	f, or Be	nefic	ially	Owned				
1. Title of Security (Instr. 3) 2. Trans: Date (Month/L			- 1		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		ed (A) o tr. 3, 4	or and 5)	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
								Code V		Amount	(A) or (D)	Pri	ice	Reported Transaction (Instr. 3 and	tion(s)			Instr. 4)	
									uired, Dis s, options,						wned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Dat if any (Month/Day/Yo	Co	ansaction ode (Instr.		Derivative		6. Date Exercisa Expiration Date (Month/Day/Yea			7. Title and Amo of Securities Underlying Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Co	ode	v	(A)	(D)	Date Exercisable	Ex _I	piration te	Title	Amou or Numb of Sha	er		Transaction(s) (Instr. 4)			
Stock Option (Right to Buy)	\$3.49	07/02/2020		I	A		230,000		(1)	07/	/02/2030	Common Stock	230,	000	\$0.00	230,00	00	D	
Stock Option (Right to Buy)	\$1.59								(2)	04/	/03/2027	Common Stock	150,	000		150,00	00	D	
Stock Option (Right to Buy)	\$2.83								(3)	07/	/06/2027	Common Stock	50,0	000		50,00	00	D	
Stock Option (Right to Buy)	\$4.33								(4)	06/	/22/2028	Common Stock	130,	000		130,00	00	D	
Stock Option (Right to Buy)	\$4.28								(5)	07/	/12/2028	Common Stock	100,	000		100,00	00	D	
Stock Option (Right to Buy)	\$2.52								(6)	07/	/01/2029	Common Stock	230,	000		230,00	00	D	

Explanation of Responses:

- 1. One-quarter of such options shall vest on July 2, 2021 and the remaining three-quarters of such options shall vest monthly over a three-year period beginning on July 2, 2021.
- 2. One-quarter of such options vested on April 3, 2018 and the remaining three-quarters of such options shall vest monthly over a three-year period beginning on April 3, 2018.
- 3. One-quarter of such options vested on July 6, 2018 and the remaining three-quarters of such options shall vest monthly over a three-year period beginning on July 6, 2018.
- 4. One-quarter of such options vested on June 22, 2019 and the remaining three-quarters of such options shall vest monthly over a three-year period beginning on June 22, 2019. 5. One-quarter of such options vested on July 12, 2019 and the remaining three-quarters of such options shall vest monthly over a three-year period beginning on July 12, 2019.
- 6. One-quarter of such options vested on July 1, 2020 and the remaining three-quarters of such options shall vest monthly over a three-year period beginning on July 1, 2020.

Remarks:

/s/ Brian G. Drazba

07/02/2020

** Signature of Reporting Person

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.