

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <b>AUSTIN JOSIAH T</b>			2. Issuer Name and Ticker or Trading Symbol <b>MEI Pharma, Inc. [ MEIP ]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>12/03/2012</b>			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		
<b>4763 CHRISTOPHER PLACE</b>			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <b>DALLAS TX 75204</b>								
(City) (State) (Zip)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock, par value \$0.00000002 per share	12/03/2012 <sup>(1)</sup>		J		3,478,245	A	\$0 <sup>(1)</sup>	3,832,081	I	As Managing Member of El Coronado Holdings, LLC

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <b>AUSTIN JOSIAH T</b>		
(Last)	(First)	(Middle)
<b>4763 CHRISTOPHER PLACE</b>		
(Street) <b>DALLAS TX 75204</b>		
(City) (State) (Zip)		
1. Name and Address of Reporting Person* <b>El Coronado Holdings, LLC</b>		
(Last)	(First)	(Middle)
<b>4763 CHRISTOPHER PLACE</b>		
(Street) <b>DALLAS TX 75204</b>		
(City) (State) (Zip)		

**Explanation of Responses:**

1. El Coronado Holdings, LLC owns ordinary shares of Novogen Limited ("Novogen"), an Austrian public company limited by shares, as well as American Depositary Receipts (ADRs) representing ordinary shares of Novogen. On December 3, 2012, in accordance with its previously announced plan to effectuate an A\$7 million reduction in its issued capital, Novogen distributed (the "Distribution") all of its shares of common stock, par value \$0.00000002 per share (the "Common Stock") of MEI Pharma, Inc., excluding 2,247,168 shares of Common Stock issuable upon exercise of warrants, to Novogen's shareholders

and ADR holders on a pro rata basis. Novogen shareholders and ADR holders were not required to pay any consideration for the shares of Common Stock distributed by Novogen. As a shareholder and holder of ADRs of Novogen, El Coronado Holdings, LLC received the shares of common stock reported above in the Distribution.

**Remarks:**

This report is filed jointly on behalf of Mr. Austin and El Coronado Holdings, LLC ("ECH"), an Arizona limited liability company of which Mr. Austin is the sole managing member. The address of ECH is 4673 Christopher Place, Dallas TX 75204. ECH owns directly all of the 3,832,801 shares of common stock identified in Table I.

/s/ Josiah T. Austin,  
Individually and as Managing  
Member of El Coronado      12/05/2012  
Holdings, LLC

\*\* Signature of Reporting Person      Date

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.**