

# FORM 4

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

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

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>VANCE DOLLY</b>		2. Issuer Name and Ticker or Trading Symbol <b>RIGEL PHARMACEUTICALS INC [RIGL]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP Corp. Affairs, G.C., Sect.</b>			
(Last) <b>RIGEL PHARMACEUTICALS, INC., 1180 VETERANS BLVD.</b>	(First) <b>VANCE</b>	(Middle) <b>DOLLY</b>	3. Date of Earliest Transaction (Month/Day/Year) <b>12/18/2014</b>				
(Street) <b>SOUTH SAN FRANCISCO, CA 94080</b>			4. If Amendment, Date Original Filed(Month/Day/Year) <b>12/19/2014</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		
(City) <b>SOUTH SAN FRANCISCO</b>	(State) <b>CA</b>	(Zip) <b>94080</b>	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>				
1. Title of Security (Instr. 3) <b>Common Stock</b>	2. Transaction Date (Month/Day/Year) <b>12/18/2014</b>	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8) <b>S</b>	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) <b>1,000 D</b>	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) <b>\$ 2.22</b>	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) <b>D</b>	7. Nature of Indirect Beneficial Ownership (Instr. 4)

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

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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. 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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					
				Code	V	(A)	(D)	Title	Amount or Number of Shares			

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VANCE DOLLY RIGEL PHARMACEUTICALS, INC. 1180 VETERANS BLVD. SOUTH SAN FRANCISCO, CA 94080			EVP Corp. Affairs, G.C., Sect.	

## Signatures

/s/Dolly Vance		12/22/2014
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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) Includes 472 shares purchased under the Employee Stock Purchase Plan on June 30, 2014.

**Remarks:**

This amendment is filed to correct the Code designated in Table I, Column 4.

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

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