

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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|--|--|--|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* <u>Schneebaum Marc R</u> (Last) (First) (Middle) <u>C/O MADRIGAL PHARMACEUTICALS, INC.</u> <u>500 OFFICE CENTER DRIVE, SUITE 400</u> (Street) <u>FORT WASHINGTON PA 19034</u> (City) (State) (Zip) | | | 2. Issuer Name and Ticker or Trading Symbol <u>SYNTA PHARMACEUTICALS CORP [MDGL]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>07/22/2016</u> 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>SVP and CFO</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
|--|--|--|--|--|--|---|--|--|

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 | 07/22/2016 | | A | | 25,714 ⁽¹⁾⁽²⁾ | A | \$0 | 27,856 ⁽²⁾ | D | |
| Common Stock | 07/22/2016 | | F | | 8,548 ⁽³⁾ | D | \$9.48 | 19,308 ⁽²⁾ | D | |

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 | | Date Exercisable | Expiration Date | | | | | |
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Explanation of Responses:

1. Represents the vesting and settlement of restricted stock units ("RSUs") upon the completion of the Issuer's merger transaction with Madrigal Pharmaceuticals, Inc. on July 22, 2016.
 2. Reflects a 1-for-35 reverse stock split that was effected by the Issuer on July 22, 2016.
 3. Shares withheld by the Registrant to satisfy minimum statutory withholding requirements upon vesting of RSUs. Withheld shares were not sold.

/s/ Garrett Winslow, Attorney-in-Fact 07/22/2016

** 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.