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

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934 (Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

RIGEL PHARMACEUTICALS, INC.

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
 - Fee paid previously with preliminary materials.
 - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
-
-



RIGEL PHARMACEUTICALS, INC.
 2775 BAYVIEW BLVD.
 411 GARDWAY ROAD, SUITE 100
 SOFIA, SAN FRANCISCO, CA 94099

Your **Vote** Counts!

RIGEL PHARMACEUTICALS, INC.

2024 Annual Meeting
 Vote by May 21, 2024
 11:59 PM ET



V43058-905426

You invested in RIGEL PHARMACEUTICALS, INC. and it's time to vote!
 You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on May 22, 2024.**

Get informed before you vote

View the Notice and Proxy Statement and Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 8, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.

For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users
 Point your camera here and vote without entering a control number




Vote Virtually at the Meeting*

May 22, 2024
 7:30 AM Pacific Daylight Time

Virtually at:
www.virtualshareholdermeeting.com/RIGL2024

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors Nominees:	
1a. Brian L. Kotzin	<input checked="" type="radio"/> For
1b. Gregg A. Lapointe	<input checked="" type="radio"/> For
2. To approve an amendment to our 2018 Equity Incentive Plan, as amended (the "Amended 2018 Plan"), to add an additional 6,500,000 shares to the number of shares of common stock authorized for issuance under the Amended 2018 Plan.	<input checked="" type="radio"/> For
3. To approve, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the accompanying proxy statement.	<input checked="" type="radio"/> For
4. To ratify the selection of Ernst & Young LLP as the independent registered public accounting firm of the Company for its fiscal year ending December 31, 2024.	<input checked="" type="radio"/> For
5. To approve an amendment to the Company's Amended and Restated Certificate of Incorporation to effect a reverse stock split of common stock (without reducing the authorized number of shares of common stock), if and when determined by the Company's Board of Directors.	<input checked="" type="radio"/> For
6. To approve the adjournment of the Annual Meeting to a later date or dates, if necessary, to permit further solicitation and vote of proxies in the event there are not sufficient votes in favor of the amendment to the Company's Amended and Restated Certificate of Incorporation to effect a reverse stock split.	<input checked="" type="radio"/> For
NOTE: In their discretion, the proxy holders are authorized to vote on such other business as may properly come before the meeting or any adjournment thereof.	
Prefer to receive an email instead? While voting on www.ProxyVote.com , be sure to click "Delivery Settings".	