

CORCEPT THERAPEUTICS INC
 Form 3/A
 January 19, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â YOUNGER WILLIAM H JR | | (Month/Day/Year) | CORCEPT THERAPEUTICS INC [CORT] | |
| (Last) | (First) | (Middle) | 04/14/2004 | |
| 755 PAGE MILL ROAD, SUITE A-200 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | 04/14/2004 |
| PALO ALTO,Â CAÂ 943041005 | | | <input type="checkbox"/> Director | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) | (specify below) |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | | | | | |
|--|--|---|--|--|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

(Instr. 5)

| | | | | | | | |
|---------------------------|--------------|--------------|--------------|---------|----------------|---|---|
| Series A Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 26,349 | \$ <u>(3)</u> | I | By Trust <u>(4)</u> |
| Series A Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 70,548 | \$ <u>(3)</u> | I | By Profit Sharing Plan Trust <u>(5)</u> |
| Series A Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 8,019 | \$ <u>(3)</u> | I | By Ltd Partnership (SHAI) <u>(6)</u> |
| Series A Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 20,304 | \$ <u>(3)</u> | I | By Ltd Partnership (SHQP) <u>(7)</u> |
| Series A Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 791,586 | \$ <u>(3)</u> | I | By Ltd Partnership (SHV) <u>(8)</u> |
| Series A Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 9,234 | \$ <u>(3)</u> | I | By Children <u>(9)</u> |
| Series B Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 77,322 | \$ <u>(3)</u> | I | By Profit Sharing Plan Trust <u>(5)</u> |
| Series B Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 5,775 | \$ <u>(3)</u> | I | By Ltd Partnership (SHAI) <u>(6)</u> |
| Series B Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 14,619 | \$ <u>(3)</u> | I | By Ltd Partnership (SHQP) <u>(7)</u> |
| Series B Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 569,940 | \$ <u>(3)</u> | I | By Ltd Partnership (SHV) <u>(8)</u> |
| Series BB Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 1,228 | \$ <u>(10)</u> | I | By Ltd Partnership (SHAI) <u>(6)</u> |
| Series BB Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 3,109 | \$ <u>(10)</u> | I | By Ltd Partnership (SHQP) <u>(7)</u> |
| Series BB Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 121,780 | \$ <u>(10)</u> | I | By Ltd Partnership (SHV) <u>(8)</u> |
| Series BB Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 10,508 | \$ <u>(10)</u> | I | By Children <u>(9)</u> |
| Series C Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 95,048 | \$ <u>(10)</u> | I | By Profit Sharing Plan Trust <u>(5)</u> |
| Series C Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 7,400 | \$ <u>(10)</u> | I | By Ltd Partnership (SHAI) <u>(6)</u> |
| Series C Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 18,736 | \$ <u>(10)</u> | I | By Ltd Partnership (SHQP) <u>(7)</u> |
| Series C Preferred Stock | Â <u>(1)</u> | Â <u>(2)</u> | Common Stock | 732,882 | \$ <u>(10)</u> | I | By Ltd Partnership (SHV) <u>(8)</u> |

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

2

Director 10% Owner Officer Other

YOUNGER WILLIAM H JR
755 PAGE MILL ROAD, SUITE A-200
PALO ALTO, CA 943041005

Â Â X Â Â

Signatures

By: Robert Yin, by power of attorney 01/19/2007

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Immediately.
- (2) Not applicable.
- (3) Each preferred share is convertible without consideration into three (3) shares of common stock.
- (4) Shares held by a trust of which the reporting person is the trustee. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the trust.
- (5) Shares held by SHV Profit Sharing Plan, a retirement trust, for the benefit of the reporting person.
- (6) Shares held by Sutter Hill Entrepreneurs Fund (AI), L.P. The reporting person is a Managing Director of the General Partner of Sutter Hill Entrepreneurs Fund (AI), L.P. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the partnership.
- (7) Shares held by Sutter Hill Entrepreneurs Fund (QP), L.P. The reporting person is a Managing Director of the General Partner of Sutter Hill Entrepreneurs Fund (QP), L.P. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the partnership.
- (8) Shares held by Sutter Hill Ventures, A California Limited Partnership. The reporting person is a Managing Director of the General Partner of Sutter Hill Ventures, A California Limited Partnership. The reporting person disclaims beneficial ownership in these shares except as to the reporting person's pecuniary interest in the partnership.
- (9) Shares are owned by the children of the reporting person. The reporting person disclaims beneficial ownership in these shares.
- (10) Each preferred share is convertible without consideration into one (1) share of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.