

ChemoCentryx, Inc.
Form 4
December 04, 2012

FORM 4

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

OMB APPROVAL

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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, 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 *
KANAYA SUSAN M

(Last) (First) (Middle)

C/O CHEMOCENTRYX, INC., 850 MAUDE AVENUE

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ChemoCentryx, Inc. [CCXI]

3. Date of Earliest Transaction (Month/Day/Year)
11/30/2012

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

SVP, Finance, CFO and Sec.

6. Individual or Joint/Group Filing (Check Applicable Line)

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 | 11/30/2012 | | M | | 830 | A | \$ 2 830 |
| Common Stock | 11/30/2012 | | S ⁽¹⁾ | | 830 | D | \$ 11.9398 0 |
| Common Stock | 12/03/2012 | | M | | 404 | A | \$ 2 404 |
| Common Stock | 12/03/2012 | | S ⁽¹⁾ | | 404 | D | \$ 11.9253 0 |
| | 12/04/2012 | | M | | 4,693 | A | \$ 2 4,693 |

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Common
Stock

| | | | | | | | | | |
|-----------------|------------|--|-------------------------|-------|---|---------------|---|--|---|
| Common Stock | 12/04/2012 | | <u>S</u> ⁽¹⁾ | 4,693 | D | \$ 11.9788 | 0 | | D |
| | | | | | | <u>(4)</u> | | | |

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

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.

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(9-02)

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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Employee Stock Option (right to buy) | \$ 2 | 11/30/2012 | | M | 830 | <u>(5)</u> 02/09/2016 | Common Stock | 830 |
| Employee Stock Option (right to buy) | \$ 2 | 12/03/2012 | | M | 404 | <u>(5)</u> 02/09/2016 | Common Stock | 404 |
| Employee Stock Option (right to buy) | \$ 2 | 12/04/2012 | | M | 4,693 | <u>(5)</u> 02/09/2016 | Common Stock | 4,693 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |

KANAYA SUSAN M
C/O CHEMOCENTRYX, INC.
850 MAUDE AVENUE
MOUNTAIN VIEW, CA 94043

SVP, Finance, CFO and Sec.

Signatures

/s/ Susan M.

12/04/2012

Kanaya

**Signature of
Reporting Person

Date

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$11.89 to

(2) \$12.00 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(3) Reflects the weighted average sale price of the shares sold. 200 shares were sold at \$11.89 per share and 204 shares were sold at \$11.96 per share.

Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$11.92 to

(4) \$12.07 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(5) As of November 30, 2012 and prior to this transaction, the option fully vested.

(6) Not applicable.

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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