

Schall Thomas J.
Form 4
April 02, 2019

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 *
Schall Thomas J.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O CHEMOCENTRYX, INC., 850 MAUDE AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/29/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

MOUNTAIN VIEW, CA 94043

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	03/29/2019		M	5,755 A \$ 6	2,234,610	D	
Common Stock	03/29/2019		S ⁽¹⁾	5,755 ⁽²⁾ D \$ 14	2,228,855	D	
Common Stock	04/01/2019		M	79,259 A \$ 6	2,308,114	D	
Common Stock	04/01/2019		S ⁽¹⁾	79,259 ⁽²⁾ D \$ 13.5768 ⁽³⁾	2,228,855	D	
Common Stock	04/02/2019		M	74,986 A \$ 6	2,303,841	D	

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Common Stock	04/02/2019	S ⁽¹⁾	<u>74,986</u> (2)	D	\$ 13.8547 (4)	2,228,855	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 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)
Stock Option (right to buy)	\$ 6	03/29/2019		M	5,755	07/29/2009 ⁽⁵⁾ 07/29/2019	Common Stock 5,755
Stock Option (right to buy)	\$ 6	04/01/2019		M	79,259	07/29/2009 ⁽⁵⁾ 07/29/2019	Common Stock 79,259
Stock Option (right to buy)	\$ 6	04/02/2019		M	74,986	07/29/2009 ⁽⁵⁾ 07/29/2019	Common Stock 74,986

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schall Thomas J. C/O CHEMOCENTRYX, INC. 850 MAUDE AVENUE MOUNTAIN VIEW, CA 94043	X		President and CEO	

Signatures

/s/ Susan M. Kanaya, as
Attorney-in-Fact

04/02/2019

__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) Shares sold are associated with stock options that will expire in July 2019.

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

(3) Reflects the weighted average sale price of the sales sold. The shares were sold in multiple trades at prices ranging from \$13.28 to \$13.95 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.

(4) Reflects the weighted average sale price of the sales sold. The shares were sold in multiple trades at prices ranging from \$13.31 to \$14.14 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 March 29, 2019, and prior to this transaction, the exercised options were 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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