

Cappel Markus J.
Form 4
January 03, 2019

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Cappel Markus J.

(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)

01/01/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Bus. Officer & Treasurer

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)
Common Stock	01/01/2019		M ⁽¹⁾	8,334 A \$ 0	32,160	D	
Common Stock	01/01/2019		M ⁽²⁾	10,000 A \$ 0	42,160	D	
Common Stock	01/01/2019		M ⁽³⁾	6,666 A \$ 0	48,826	D	
Common Stock	01/01/2019		F	13,385 ⁽⁴⁾ D \$ 10.91	35,441	D	

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)		8. Deemed Exercise Price (Instr. 3)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(5)	01/01/2019		M		8,334		(6)	(6)	Common Stock	8,334
Restricted Stock Units	(5)	01/01/2019		M		10,000		(7)	(7)	Common Stock	10,000
Restricted Stock Units	(5)	01/01/2019		M		6,666		(8)	(8)	Common Stock	6,666

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cappel Markus J. C/O CHEMOCENTRYX, INC. 850 MAUDE AVENUE MOUNTAIN VIEW, CA 94043			Chief Bus. Officer & Treasurer	

Signatures

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

01/03/2019

**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 were acquired upon vesting of restricted stock units awarded on March 7, 2016.

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- (2) Shares were acquired upon vesting of restricted stock units awarded on February 28, 2017.
- (3) Shares were acquired upon vesting of restricted stock units awarded on March 5, 2018.
- (4) Represents shares withheld upon vesting of restricted stock units to satisfy tax withholding obligation.
- (5) Each restricted stock unit represents a contingent right to receive one share of CCXI common stock.

- The restricted stock units awarded on March 7, 2016, vest in three equal installments on January 1, 2017, January 1, 2018, and January 1, 2019, subject to the Reporting Person's continued service to the Company on such date. Shares will be delivered to the Reporting Person within thirty (30) days following the vesting date.
- (6) 2019, subject to the Reporting Person's continued service to the Company on such date. Shares will be delivered to the Reporting Person within thirty (30) days following the vesting date.

- The restricted stock units awarded on February 28, 2017, vest in three equal installments on January 1, 2018, January 1, 2019, and January 1, 2020, subject to the Reporting Person's continued service to the Company on such date. Shares will be delivered to the Reporting Person within thirty (30) days following the vesting date.
- (7) January 1, 2020, subject to the Reporting Person's continued service to the Company on such date. Shares will be delivered to the Reporting Person within thirty (30) days following the vesting date.

- The restricted stock units awarded on March 5, 2018, vest in three equal installments on January 1, 2019, January 1, 2020, and January 1, 2021, subject to the Reporting Person's continued service to the Company on such date. Shares will be delivered to the Reporting Person within thirty (30) days following the vesting date.
- (8) 2021, subject to the Reporting Person's continued service to the Company on such date. Shares will be delivered to the Reporting Person within thirty (30) days following the vesting date.

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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