

Trost Timothy W.
Form 3
April 10, 2013

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 *

Â Trost Timothy W.

(Last) (First) (Middle)

C/O CHIMERIX, INC.,Â 2505
MERIDIAN PKY, SUITE 340

(Street)

DURHAM,Â NCÂ 27713

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/10/2013

3. Issuer Name **and** Ticker or Trading Symbol
CHIMERIX INC [CMRX]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
Sr. Vice President and CFO

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 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)

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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)

Date Expiration
Exercisable Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title Amount or
Number of
Shares

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)

(Instr. 5)

Stock Option (Right to Buy)	Â (1)	04/06/2021	Common Stock	169,014	\$ 2.35	D	Â
Restricted Stock Unit	Â (2)	Â (3)	Common Stock	3,409	\$ (3)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trost Timothy W. C/O CHIMERIX, INC. 2505 MERIDIAN PKY, SUITE 340 DURHAM,Â NCÂ 27713	Â	Â	Â Sr. Vice President and CFO	Â

Signatures

/s/ Timothy W. 04/10/2013
Trost

__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).

In accordance with its terms, the option is immediately exercisable in full; however, the shares underlying the option are subject to vesting as follows: 1/4th of the shares vest one year after July 26, 2010; the remainder of the shares vest in equal monthly installments thereafter over the next three years. Any shares issued upon exercise of unvested options are subject to a repurchase right in favor of the Issuer if Mr. Trost does not satisfy the option's vesting requirements.

(1) All of the shares subject to the Restricted Stock Unit ("RSU") shall become immediately vested upon the earlier of (i) a Change in Control (as defined in the 2012 Equity Incentive Plan (the "Plan")) and (ii) the effective date of a registration statement of the Issuer filed under the Securities Act (as defined in the Plan) for the sale of the Issuer's Common Stock (either event described in (i) or (ii), a "Vesting Event"), subject to Mr. Trost's Continuous Service (as defined in the Plan) with the Issuer as of the Vesting Event. If a Vesting Event has not occurred at the time of the Mr. Trost's termination of Continuous Service, then the RSU shall terminate in its entirety immediately as of such termination date.

(3) 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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