

WOLLAEGER TIMOTHY  
Form 3  
April 10, 2013

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

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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 WOLLAEGER TIMOTHY                       |         | (Month/Day/Year)                     | CHIMERIX INC [CMRX]  |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                       | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|   |         | 04/10/2013                           |  |  |
| C/O CHIMERIX, INC.,Â 2505                 |         |                                      | (Check all applicable)   |  |
| MERIDIAN PARKWAY,                         |         |                                      | <input checked="" type="checkbox"/> Director                           | <input checked="" type="checkbox"/> 10% Owner        |
| SUITE 340                                 |         |                                      | <input type="checkbox"/> Officer                                       | <input type="checkbox"/> Other                       |
| (Street)                                  |         |                                      | (give title below) (specify below)                                     |  |
| DURHAM,Â NCÂ 27713                        |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)             |  |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Form filed by One Reporting Person |  |
|   |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 112,674  | I   | SEE FOOTNOTE <u>(1)</u>                                  |

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

Edgar Filing: WOLLAEGER TIMOTHY - Form 3

|                            | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |                  |
|----------------------------|------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|------------------|
| Series A Preferred Stock   | Â (2)            | Â (2)           | Common Stock | 183,096                    | \$ (2)   | I                                     | SEE FOOTNOTE (1) |
| Series B Preferred Stock   | Â (3)            | Â (3)           | Common Stock | 474,330                    | \$ (3)   | I                                     | SEE FOOTNOTE (1) |
| Series B-1 Preferred Stock | Â (4)            | Â (4)           | Common Stock | 469,480                    | \$ (4)   | I                                     | SEE FOOTNOTE (1) |
| Series C Preferred Stock   | Â (5)            | Â (5)           | Common Stock | 695,496                    | \$ (5)   | I                                     | SEE FOOTNOTE (1) |
| Series D Preferred Stock   | Â (6)            | Â (6)           | Common Stock | 771,372                    | \$ (6)   | I                                     | SEE FOOTNOTE (1) |
| Series E Preferred Stock   | Â (7)            | Â (7)           | Common Stock | 619,852                    | \$ (7)   | I                                     | SEE FOOTNOTE (1) |
| Series F Preferred Stock   | Â (8)            | Â (8)           | Common Stock | 792,037                    | \$ (8)   | I                                     | SEE FOOTNOTE (1) |
| Warrants                   | Â (9)            | 02/11/2018      | Common Stock | 198,008                    | \$ 7.26  | I                                     | SEE FOOTNOTE (1) |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| WOLLAEGER TIMOTHY<br>C/O CHIMERIX, INC.<br>2505 MERIDIAN PARKWAY, SUITE 340<br>DURHAM, NC 27713 | Â X           | Â X       | Â       | Â     |

## Signatures

/s/ Timothy J. Wollaeger 04/10/2013

\*\*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) See attached Exhibit 99.1.

(2) The Series A Preferred Stock has no expiration date and is convertible at any time at the option of the holder and will automatically convert upon the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 3.55 shares of Series A Preferred Stock, for no additional consideration.

(3) The Series B Preferred Stock has no expiration date and is convertible at any time at the option of the holder and will automatically convert upon the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 3.55 shares of

## Edgar Filing: WOLLAEGER TIMOTHY - Form 3

Series B Preferred Stock, for no additional consideration.

- (4) The Series B-1 Preferred Stock has no expiration date and is convertible at any time at the option of the holder and will automatically convert upon the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 3.55 shares of Series B-1 Preferred Stock, for no additional consideration.

- (5) The Series C Preferred Stock has no expiration date and is convertible at any time at the option of the holder and will automatically convert upon the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 3.55 shares of Series C Preferred Stock, for no additional consideration.

- (6) The Series D Preferred Stock has no expiration date and is convertible at any time at the option of the holder and will automatically convert upon the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 3.55 shares of Series D Preferred Stock, for no additional consideration.

- (7) The Series E Preferred Stock has no expiration date and is convertible at any time at the option of the holder and will automatically convert upon the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 3.55 shares of Series E Preferred Stock, for no additional consideration.

- (8) The Series F Preferred Stock has no expiration date and is convertible at any time at the option of the holder and will automatically convert upon the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 3.55 shares of Series F Preferred Stock, for no additional consideration.

- (9) The warrants are immediately exercisable.

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.