Hutton Wende S Form 4 April 18, 2013

FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Hutton Wende S

(First)

(Street)

C/O CHIMERIX, INC., 2505

MERIDIAN PKY, SUITE 340

(Middle)

2. Issuer Name and Ticker or Trading Symbol

CHIMERIX INC [CMRX]

(Month/Day/Year) 04/16/2013

3. Date of Earliest Transaction

4. If Amendment, Date Original

Filed(Month/Day/Year)

Officer (give title below)

10% Owner Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Issuer

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Applicable Line)

X Director

X Form filed by One Reporting Person Form filed by More than One Reporting

DURHAM, NC 27713

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

4. Securities Acquired 3. Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

Amount

(A)

or

(D)

Price

5. Amount of 7. Nature of 6. Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4)

I

Transaction(s)

(Instr. 3 and 4)

Common 04/16/2013 Stock

211,783 A X

Code V

3,272,158

See Footnote (1)

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 6. Date Exercisable and Expiration Date Securities (Month/Day/Year) 3) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant (right to buy)	\$ 7.26	04/16/2013		X		211,783	(2)	02/07/2018	Common Stock	211,783

Reporting Owners

Reporting Owner Name / Address	Relationships						
--	Director	10% Owner	Officer	Other			
Hutton Wende S							
C/O CHIMERIX, INC.	X	X					
2505 MERIDIAN PKY, SUITE 340	Λ	Λ					
DURHAM, NC 27713							

Signatures

Wende S. Hutton, By: /s/ Jaime Slocum, Attorney-in-Fact

04/18/2013

**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).

Common stock acquired by Canaan VII L.P. (the "Canaan Fund") upon exercise of the warrant held by the Canaan Fund. Canaan Partners VII LLC ("Canaan VII" and together with Canaan Fund, the "Canaan Entities") is the sole general partner of the Canaan Fund, and each

- (1) may be deemed to have sole voting and investment power over the securities held by the Canaan Fund. Wende S. Hutton, a manager of Canaan VII, serves as the representative of the Canaan Entities on the Issuer's board of directors. Ms. Hutton disclaims beneficial ownership in the securities held by the Canaan Entities, except to the extent of her pecuniary interest, if any, in such securities by virtue of the limited liability company interests she owns in Canaan VII.
- (2) The warrant is 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.

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