

CHIMERIX INC
Form 4
March 20, 2014

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 *
New Leaf Ventures II, L.P.

(Last) (First) (Middle)

C/O NEW LEAF
VENTURES, TIMES SQUARE
TOWER, 7 TIMES SQ, STE 3502

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/18/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	03/18/2014		J ⁽¹⁾	700,000 D	\$ 0 <u>(1)</u> 1,543,394	D	<u>(2)</u>

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)

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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 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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
New Leaf Ventures II, L.P. C/O NEW LEAF VENTURES TIMES SQUARE TOWER, 7 TIMES SQ, STE 3502 NEW YORK, NY 10036		X		
New Leaf Venture Associates II, L.P. C/O NEW LEAF VENTURES TIMES SQUARE TOWER, 7 TIMES SQ, STE 3502 NEW YORK, NY 10036		X		
New Leaf Venture Management II, L.L.C. C/O NEW LEAF VENTURES TIMES SQUARE TOWER, 7 TIMES SQ, STE 3502 NEW YORK, NY 10036		X		
Chambon Philippe O. C/O NEW LEAF VENTURES TIMES SQUARE TOWER, 7 TIMES SQ, STE 3502 NEW YORK, NY 10036		X		
HUNT RONALD C/O NEW LEAF VENTURES TIMES SQUARE TOWER, 7 TIMES SQ, STE 3502 NEW YORK, NY 10036		X		
Lathi Vijay K C/O NEW LEAF VENTURES 1200 PARK PLACE, SUITE 300 SAN MATEO, CA 94043		X		
Delagardelle Jeani C/O NEW LEAF VENTURES 1200 PARK PLACE, SUITE 300		X		

SAN MATEO, CA 94043

Ratcliffe Liam

C/O NEW LEAF VENTURES

TIMES SQUARE TOWER, 7 TIMES SQ, STE 3502

NEW YORK, NY 10036

X

Signatures

/s/ Craig L. Slutzkin, Chief Financial Officer of New Leaf Venture Management II, L.L.C., the sole general partner of New Leaf Venture Associates II, L.P., the sole general partner of New Leaf Ventures II, L.P.

03/20/2014

__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, Chief Financial Officer of New Leaf Venture Management II, L.L.C., the sole general partner of New Leaf Venture Associates II, L.P.

03/20/2014

__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, Chief Financial Officer of New Leaf Venture Management II, L.L.C.

03/20/2014

__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, as Attorney-in-Fact for Philippe O. Chambon

03/20/2014

__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, as Attorney-in-Fact for Ronald Hunt

03/20/2014

__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, as Attorney-in-Fact for Vijay Lathi

03/20/2014

__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, as Attorney-in-Fact for Jeani Delagardelle

03/20/2014

__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, as Attorney-in-Fact for Liam Ratcliffe

03/20/2014

__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) New Leaf Ventures II, L.P. ("NLV II") distributed the shares to its shareholders on a pro rata basis.

Represents shares directly beneficially owned by NLV II. New Leaf Venture Associates II, L.P. ("NLV Associates") is the general partner of NLV II and New Leaf Venture Management II, L.L.C. ("NLV Management") is the general partner of NLV Associates. Philippe O.

(2) Chambon, Jeani Delagardelle, Ronald Hunt, Vijay Lathi, James Niedel and Liam Ratcliffe are the individual managers of NLV Management (the "Individual Managers"). NLV Associates and NLV Management disclaim beneficial ownership of such shares, except to the extent of their pecuniary interest therein. As one of six individual managers, each of the Individual Managers disclaims beneficial ownership over the shares reported herein, and in all events disclaims pecuniary interest except to the extent of his economic interest.

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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