

Clovis Oncology, Inc.
Form 4
August 29, 2016

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 *
MUEHL DANIEL W

(Last) (First) (Middle)

C/O CLOVIS ONCOLOGY,
INC., 5500 FLATIRON PARKWAY

(Street)

BOULDER, CO 80301

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Clovis Oncology, Inc. [CLVS]

3. Date of Earliest Transaction
(Month/Day/Year)
08/25/2016

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 below) ___ Other (specify below)

See Remarks

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 22.73	08/25/2016	A	37,500					<u>(1)</u>	08/25/2026	Common Stock	37,500
Restricted Stock Units	<u>(2)</u>	08/25/2016	A	8,750					<u>(3)</u>	<u>(3)</u>	Common Stock	8,750
Stock Option (right to buy)	\$ 84.83								<u>(4)(5)</u>	07/06/2025	Common Stock	35,000
Stock Option (right to buy)	\$ 19.37								<u>(4)(5)</u>	03/01/2026	Common Stock	7,500
Restricted Stock Units	<u>(2)</u>								<u>(6)</u>	<u>(6)(7)</u>	Common Stock	2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUEHL DANIEL W C/O CLOVIS ONCOLOGY, INC. 5500 FLATIRON PARKWAY BOULDER, CO 80301				See Remarks

Signatures

/s/ Daniel W. Muehl 08/29/2016

 Date

**Signature of Reporting Person

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)

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The option shall vest as to 25% of the shares on August 25, 2017, and the remainder shall vest in substantially equal installments over the 36 months immediately following such date.

- (2) Each restricted stock unit represents the right to receive one share of Common Stock.
- (3) The restricted stock units shall vest as to 25% of the units on August 25, 2017, and the remainder shall vest in substantially equal installments over the 12 quarters immediately following such date.
- (4) The option vested as to 25% of the shares on July 6, 2016, and the remainder vest in substantially equal installments over the 36 months immediately following such date.
- (5) The vesting schedule for this option was incorrectly reported on a previously filed Form 3. This Form 4 reflects the correct vesting schedule.
- (6) The restricted stock units shall vest as to 50% of the units on March 1, 2017, and the remainder shall vest on March 1, 2018.
- (7) An expiration date was incorrectly reported for these restricted stock units on a previously filed Form 3. This Form 4 reflects that the restricted stock units do not have such an expiration date.

Remarks:

Vice President of Finance, Principal Financial Officer and Principal Accounting Officer

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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