

ChemoCentryx, Inc.
Form 4
February 21, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
KANAYA SUSAN M

(Last) (First) (Middle)

C/O CHEMOCENTRYX, INC., 850 MAUDE AVENUE

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ChemoCentryx, Inc. [CCXI]

3. Date of Earliest Transaction (Month/Day/Year)
02/19/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Finance, CFO and Sec.

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	02/19/2013		M	3,929 A \$ 2	3,929	D	
Common Stock	02/19/2013		S ⁽¹⁾	3,929 D \$ 11.9187	0	D	
Common Stock	02/19/2013		M	3,796 A \$ 2	3,796	D	
Common Stock	02/19/2013		S ⁽¹⁾	3,796 D \$ 11.9194	0	D	
	02/20/2013		M	2,921 A \$ 2	2,921	D	

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Common Stock								
Common Stock	02/20/2013	S ⁽¹⁾	2,921	D	\$ 11.9224	0		D
Common Stock	02/20/2013	M	3,201	A	\$ 2	3,201		D
Common Stock	02/20/2013	S ⁽¹⁾	3,201	D	\$ 11.9222	0		D
Common Stock	02/21/2013	M	2,709	A	\$ 2	2,709		D
Common Stock	02/21/2013	S ⁽¹⁾	2,709	D	\$ 11.8917	0		D
Common Stock	02/21/2013	M	2,778	A	\$ 2	2,778		D
Common Stock	02/21/2013	S ⁽¹⁾	2,778	D	\$ 11.8911	0		D

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)

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. Amount or Number of Shares
Employee Stock Option (right to	\$ 2	02/19/2013		M	3,929	<u>(7)</u> 02/09/2016	Common Stock	3,929

buy)									
Employee Stock Option (right to buy)	\$ 2	02/19/2013	M	3,796	<u>(6)(7)</u>	02/09/2016	Common	3,796	
Employee Stock Option (right to buy)	\$ 2	02/20/2013	M	2,921	<u>(7)</u>	02/09/2016	Common	2,921	
Employee Stock Option (right to buy)	\$ 2	02/20/2013	M	3,201	<u>(7)</u>	02/09/2016	Common	3,201	
Employee Stock Option (right to buy)	\$ 2	02/21/2013	M	2,709	<u>(7)</u>	02/09/2016	Common	2,709	
Employee Stock Option (right to buy)	\$ 2	02/21/2013	M	2,778	<u>(7)</u>	02/09/2016	Common	2,778	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KANAYA SUSAN M C/O CHEMOCENTRYX, INC. 850 MAUDE AVENUE MOUNTAIN VIEW, CA 94043			SVP, Finance, CFO and Sec.	

Signatures

/s/ Susan M.
Kanaya

02/21/2013

**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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

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Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$11.89 to
(2) \$11.96 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$11.89 to
(3) \$11.95 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$11.89 to
(4) \$11.97 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$11.89 to
(5) \$11.94 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$11.89 to
(6) \$11.97 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.

(7) As of February 19, 2013 and prior to this transaction, the option fully vested.

(8) 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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