

Clovis Oncology, Inc.
Form 4/A
May 23, 2017

FORM 4

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

OMB APPROVAL

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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 *
BLAIR JAMES C

(Last) (First) (Middle)

**C/O DOMAIN ASSOCIATES,
LLC, ONE PALMER SQUARE**

(Street)

PRINCETON, NJ 08542

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
07/16/2015

4. If Amendment, Date Original Filed(Month/Day/Year)
07/17/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 or Disposed of (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) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|---|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Common Stock | 07/16/2015 | | J ⁽¹⁾ | 41,813 | D | <u>1</u> | 0 | I | By One Palmer Square Associates VII, LLC ⁽²⁾ |
| Common Stock | 07/16/2015 | | J ⁽¹⁾ | 2,185 | A | <u>1</u> | 2,185 | D ⁽³⁾ ⁽⁴⁾ ⁽⁵⁾ ₍₆₎ | |
| Common Stock | 07/16/2015 | | J ⁽¹⁾ | 2,927 | A | <u>1</u> | 2,927 | I | By Susan W. and James C. Blair Family L.P. |

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

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.

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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 (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 Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BLAIR JAMES C C/O DOMAIN ASSOCIATES, LLC ONE PALMER SQUARE PRINCETON, NJ 08542 | X | | | |

Signatures

Lisa A. Kraeutler,
Attorney-in-Fact
05/22/2017

**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) Distribution of shares in kind by One Palmer Square Associates VII, LLC to its members.
- (2) As a managing member of One Palmer Square Associates VII, LLC, the Reporting Person may be deemed to indirectly beneficially own the securities of the Issuer held by One Palmer Square Associates VII, LLC.
- (3) As a managing member of the sole general partner of Domain Partners VII, L.P., the Reporting Person may be deemed to indirectly beneficially own 2,081,745 shares of Common Stock held by Domain Partners VII, L.P.

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- (4) As a managing member of the sole general partner of DP VII Associates, L.P., the Reporting Person may also be deemed to indirectly beneficially own 35,506 shares of Common Stock held by DP VII Associates, L.P.
- (5) As a managing member of Domain Associates, LLC, the Reporting Person may also be deemed to indirectly beneficially own 32,760 shares of Common Stock held by Domain Associates, LLC.

- Pursuant to Instruction 4(b)(iv) of Form 4, the Reporting Person has elected to report as indirectly beneficially owned the entire number of securities owned by Domain Partners VII, L.P., DP VII Associates, L.P., One Palmer Square Associates VII, LLC and Domain Associates, LLC, however he disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his pecuniary interest therein and/or that are not actually distributed to him.
- (6)

- The Reporting Person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein. This amendment is being filed solely to report the acquisition of shares of Common Stock by this entity on 07/16/2015, which was inadvertently omitted from the Form 4 filed on 07/17/2015.
- (7)

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.