

McKinley Edward J  
Form 4  
November 21, 2011

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
McKinley Edward J

(Last) (First) (Middle)

C/O CLOVIS ONCOLOGY,  
INC., 2525 28TH STREET, SUITE  
100

(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)  
11/21/2011

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)

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	11/21/2011		C		35,671	A	<u>11</u>	35,671	D	
Common Stock	11/21/2011		C		35,671	A	<u>11</u>	71,342	D	
Common Stock	11/21/2011		C		77,211	A	<u>11</u>	148,553	D	
Common Stock	11/21/2011		C		32,320	A	<u>12</u>	180,873	D	
Common Stock	11/21/2011		P		79,857	A	\$ 13	260,730	D	

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A-1 Convertible Preferred Stock	<u>(1)</u>	11/21/2011		C		103,448		<u>(1)</u>	<u>(1)</u>	Common Stock	35,671
Series A-2 Convertible Preferred Stock	<u>(1)</u>	11/21/2011		C		103,448		<u>(1)</u>	<u>(1)</u>	Common Stock	35,671
Series B Convertible Preferred Stock	<u>(1)</u>	11/21/2011		C		223,914		<u>(1)</u>	<u>(1)</u>	Common Stock	77,211
Convertible Promissory Notes	\$ 13	11/21/2011		C		\$ 410,000 (2)		<u>(2)</u>	<u>(2)</u>	Common Stock	32,320 (2)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McKinley Edward J C/O CLOVIS ONCOLOGY, INC. 2525 28TH STREET, SUITE 100 BOULDER, CO 80301	X			

## Signatures

/s/ Edward J.  
McKinley

11/21/2011

\_\_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).

The reported securities were convertible at any time, in whole or in part, at the option of the reporting person, had no expiration date, and  
(1) automatically converted into shares of Common Stock on November 21, 2011, the closing of the Issuer's initial public offering, on a 2.9  
for 1 basis.

The outstanding \$410,000 principal amount of these 5% convertible promissory notes due May 25, 2012 and all accrued and unpaid  
interest thereon from and after May 25, 2011 automatically converted into shares of Common Stock on November 21, 2011, the closing  
(2) of the Issuer's initial public offering, at a conversion price of \$13.00, the per share price to the public of the Common Stock sold in the  
Issuer's initial public offering.

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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