

CORCEPT THERAPEUTICS INC

Form 4

March 25, 2015

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 *
COOK JOSEPH C JR

(Last) (First) (Middle)

**C/O CORCEPT THERAPEUTICS
INCORPORATED, 149
COMMONWEALTH DRIVE**

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**CORCEPT THERAPEUTICS INC
[CORT]**

3. Date of Earliest Transaction
(Month/Day/Year)
03/19/2015

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	03/19/2015		X ⁽¹⁾		145,480	A	\$ 2.77	2,186,306	D	
Common Stock	03/19/2015		S ⁽¹⁾		77,200	D	\$ 5.22	2,109,106	D	
Common Stock	03/19/2015		X ⁽²⁾		14,402	A	\$ 2.77	249,164	I ⁽³⁾	See footnotes (2) and (3)
Common stock	03/19/2015		S ⁽²⁾		7,643	D	\$ 5.22	241,521	I ⁽³⁾	See footnotes

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Common stock	03/19/2015		X ⁽⁴⁾	13,995	A	\$ 2.77	363,995	I ⁽⁵⁾	(2) and (3) See footnotes (4) and (5)
Common stock	03/19/2015		S ⁽⁴⁾	7,427	D	\$ 5.22	356,568	I ⁽⁵⁾	See footnotes (4) and (5)

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 (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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Warrant (Right to Buy)	\$ 2.77	03/19/2015		X	31,570	02/06/2009	03/24/2015	Common Stock	31,570
Warrant (Right to Buy)	\$ 2.77	03/19/2015		X	88,261	03/25/2008	03/24/2015	Common Stock	88,261
Warrant (Right to Buy)	\$ 2.77	03/19/2015		X	25,649	02/06/2009	03/24/2015	Common Stock	25,649
Warrant (Right to Buy)	\$ 2.77	03/19/2015		X	14,402	02/06/2009	03/24/2015	Common Stock	14,402
Warrant (Right to Buy)	\$ 2.77	03/19/2015		X	13,995	02/06/2009	03/24/2015	Common Stock	13,995

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COOK JOSEPH C JR C/O CORCEPT THERAPEUTICS INCORPORATED 149 COMMONWEALTH DRIVE MENLO PARK, CA 94025	X			

Signatures

/s/ Joseph K. Belanoff, CEO of Corcept Therapeutics Incorporated
attorney-in-fact

03/25/2015

__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) On March 19, 2015, the reporting person exercised warrants to purchase 145,480 shares of the Issuer's common stock for an exercise price of \$2.77 per share. The reporting person paid the exercise prices on a cashless basis, resulting in the Issuer's withholding of 77,200 of such shares to pay the exercise price and issuing the remaining 68,280 shares to the reporting person.

(2) On March 19, 2015, Farview Management, Co. L.P. (Farview) exercised a warrant to purchase 14,402 shares of the Issuer's common stock for an exercise price of \$2.77 per share. Farview paid the exercise price on a cashless basis, resulting in the Issuer withholding 7,643 of such shares to pay the exercise price and issuing to Farview the remaining 6,759 shares.

(3) Reflects transactions and holdings of shares of common stock of the Issuer held of records by Farview Management, Co. L.P., of which the reporting person is a general partner.

(4) On March 19, 2015, the Judith E. and Joseph C. Cook, Jr. Foundation, Inc., or Cook Foundation, exercised a warrant to purchase 13,995 shares of the Issuer's common stock for an exercise price of \$2.77 per share. The Cook Foundation paid the exercise price on a cashless basis, resulting in the Issuer's withholding 7,427 of such shares to pay the exercise price and issuing to the Cook Foundation the remaining 6,568 shares. Mr. Cook and Judith E. Cook may be deemed to have shared voting and investment power over the shares held by the Cook Foundation. Each of these individuals disclaims beneficial ownership of all such shares, except to the extent of his or her pecuniary interest therein.

(5) Reflects transactions and holdings of shares of common stock of the Issuer held of record by the Cook Foundation.

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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