#### Edgar Filing: DP VII ASSOCIATES LP - Form 3

DP VII ASSOCIATES LP

Form 3

November 15, 2011

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

**OMB APPROVAL** 

**OMB** Number:

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

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 \*

À DP VII ASSOCIATES LP

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

11/15/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Clovis Oncology, Inc. [CLVS]

(Check all applicable)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

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

(Street)

Director

Officer

\_X\_ 10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

PRINCETON, ÂNJÂ 08542

(City) (State) 1. Title of Security

(Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Form: Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise Price of

5. Ownership Form of

Derivative

6. Nature of Indirect Beneficial Ownership

(Instr. 4)

**Expiration Title** Exercisable Date

Amount or Number of Derivative Security: Security Direct (D) (Instr. 5)

1

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				Shares		or Indirect (I) (Instr. 5)	
Series A-1 Preferred Stock	(1)	(1)	Common Stock	6,979	\$ <u>(1)</u>	D	Â
Series A-2 Preferred Stock	(1)	(1)	Common Stock	6,979	\$ <u>(1)</u>	D	Â
Series B Preferred Stock	(1)	(1)	Common Stock	15,106	\$ <u>(1)</u>	D	Â
Convertible Promissory Note	(2)	(2)	Common Stock	<u>(2)</u>	\$ <u>(2)</u>	D	Â

# **Reporting Owners**

Reporting Owner Name / Address
Director 10% Owner Officer Other

DP VII ASSOCIATES LP C/O DOMAIN ASSOCIATES, LLC ONE PALMER SQUARE PRINCETON, NJÂ 08542

Â X Â Â

### **Signatures**

/s/ Kathleen K. Schoemaker, Managing Member of One Palmer Square Associates VII, LLC, General Partner of DP VII Associates, L.P.

11/15/2011

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) All outstanding shares of the Issuer's preferred stock will automatically convert into Common Stock upon the closing of the Issuer's initial public offering (the "IPO"), for no additional consideration.
- The outstanding principal amount of the convertible promissory note and all accrued and unpaid interest thereon from and after May 25,
- (2) 2011 will automatically convert into shares of Common Stock immediately prior to the closing of the IPO at a conversion price equal to the per share price to the public of the Common Stock sold in the IPO.

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.

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