

CORCEPT THERAPEUTICS INC

Form 4

March 24, 2015

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MAHONEY DAVID L

(Last) (First) (Middle)

**C/O CORCEPT
THERAPEUTICS, 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)
03/20/2015

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	03/20/2015		X ⁽¹⁾		35,304	A	\$ 2.77	1,154,837 ⁽²⁾	I	David L.Mahoney & Winnifred C. Ellis Family Trust
Common Stock	03/20/2015		S ⁽¹⁾		16,717	D	\$ 5.85	1,138,120	I	David L.Mahoney & Winnifred C. Ellis Family Trust

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Common Stock	03/20/2015	X ⁽¹⁾	30,534	A	\$ 2.77	1,168,654	I	David L.Mahoney & Winnifred C. Ellis Family Trust
Common Stock	03/20/2015	S ⁽¹⁾	14,458	D	\$ 5.85	1,154,196	I	David L.Mahoney & Winnifred C. Ellis Family Trust

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Warrant (Right to Buy)	\$ 2.77	03/20/2015		X/K ⁽¹⁾		35,304		03/25/2008	03/24/2015	Common Stock	35,304
Warrant (Right to Buy)	\$ 2.77	03/20/2015		X ⁽¹⁾		30,534		02/06/2009	03/24/2015	Common Stock	30,534

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MAHONEY DAVID L C/O CORCEPT THERAPEUTICS 149 COMMONWEALTH DRIVE MENLO PARK, CA 94025	X

Signatures

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

03/24/2015

__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).

On March 20, 2015, David L. Mahoney & Winnifred C. Ellis 1998 Family Trust exercised a warrant to purchase 65,838 shares of the Issuer's common stock for an exercise price of \$2.77 per share. Mr. Mahoney's Family Trust paid the exercise price on a cashless basis,

(1) resulting in the Issuer's withholding of 31,175 of such shares to pay the exercise and issuing to Mr. Mahoney's Family Trust the remaining 34,663 shares. In connection with such exercise, the Issuer also paid Mr. Mahoney's Family Trust \$2.49 in cash in lieu of a fractional share.

(2) Reflects transactions and holdings of shares of common stock of the Issuer held of record by Mr. Mahoney's Family Trust.

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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