

Clovis Oncology, Inc.  
Form 4  
March 22, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
**KLINGENSTEIN PAUL H**

(Last) (First) (Middle)

**ONE EMBARCADERO CENTER,  
SUITE 4000**

(Street)

**SAN FRANCISCO, CA 94111**

(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 Ownership (Instr. 4) |   |  |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|--|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |   |  |
| Common Stock                    | 11/21/2011                           |  | C                              |   | 728,239   | A  | <u>(1)</u> 728,239                         | I | By Aberdare Ventures IV, L.P. <sup>(3)</sup> |
| Common Stock                    | 11/21/2011                           |  | C                              |   | 14,534  | A  | <u>(1)</u> 14,534                          | I | By Aberdare Partners IV, L.P. <sup>(3)</sup> |
| Common Stock                    | 11/21/2011                           |  | C                              |   | 158,439   | A  | <u>(2)</u> 886,678                         | I | By Aberdare Ventures IV, L.P. <sup>(3)</sup> |

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|              |            |  |   |         |   |            |           |   |  |
|--------------|------------|--|---|---------|---|------------|-----------|---|--|
| Common Stock | 11/21/2011 |  | C | 3,162   | A | <u>(2)</u> | 17,696    | I | By Aberdare Partners IV, L.P. <u>(3)</u> |
| Common Stock | 11/21/2011 |  | P | 391,478 | A | \$ 13      | 1,278,156 | I | By Aberdare Ventures IV, L.P. <u>(3)</u> |
| Common Stock | 11/21/2011 |  | P | 7,813   | A | \$ 13      | 25,509    | I | By Aberdare Partners IV, L.P. <u>(3)</u> |

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                   |         | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |                  |         |
|--|--|--------------------------------------|--|--------------------------------|--|---------|--|-----------------|---|------------------|---------|
|  |  |                                      |  |                                | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |         | Date Exercisable   | Expiration Date |   |                  |         |
|  |  |                                      |  | Code                           | V  | (A)     | (D)  |                 | Title   | Amount of Shares |         |
| Series A-1 Preferred Stock                 | <u>(1)</u>   | 11/21/2011                           |  | C                              |  | 507,119 |  | <u>(1)</u>      | <u>(1)</u>  | Common Stock     | 174,000 |
| Series A-1 Preferred Stock                 | <u>(1)</u>   | 11/21/2011                           |  | C                              |  | 10,122  |  | <u>(1)</u>      | <u>(1)</u>  | Common Stock     | 3,000   |
| Series A-2 Preferred Stock                 | <u>(1)</u>   | 11/21/2011                           |  | C                              |  | 507,119 |  | <u>(1)</u>      | <u>(1)</u>  | Common Stock     | 174,000 |
| Series A-2 Preferred                       | <u>(1)</u>   | 11/21/2011                           |  | C                              |  | 10,122  |  | <u>(1)</u>      | <u>(1)</u>  | Common Stock     | 3,000   |



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- (3) The Reporting Person is a Managing Director of Aberdare GP IV, L.L.C. ("Aberdare GP IV") which serves as the sole General Partner of Aberdare Ventures IV, L.P. ("Aberdare Ventures IV") and Aberdare Partners IV, L.P. ("Aberdare Partners IV"). As such, the Reporting Person shares voting and investment control over the securities owned by Aberdare Ventures IV and Aberdare Partners IV, and may be deemed to own beneficially the securities held by Aberdare Ventures IV and Aberdare Partners IV. Aberdare GP IV however owns no securities of the Issuer directly. The Reporting Person disclaims beneficial ownership of the shares held by Aberdare Ventures IV and Aberdare Partners IV except to the extent of his proportionate pecuniary interest therein.

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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