

Clovis Oncology, Inc.
Form 3
November 15, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *

Â VITULLO NICOLE

(Last) (First) (Middle)

C/O DOMAIN ASSOCIATES,
LLC,Â ONE PALMER
SQUARE

(Street)

PRINCETON,Â NJÂ 08542

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/15/2011

3. Issuer Name and Ticker or Trading Symbol
Clovis Oncology, Inc. [CLVS]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

32,758

I

By Domain Associates, L.L.C. ⁽³⁾

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
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A-1 Preferred Stock	Â (1)	Â (1)	Common Stock	409,192	\$ (1)	I	By Domain Partners VII, L.P. (3)
Series A-2 Preferred Stock	Â (1)	Â (1)	Common Stock	409,192	\$ (1)	I	By Domain Partners VII, L.P. (3)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	885,696	\$ (1)	I	By Domain Partners VII, L.P. (3)
Convertible Promissory Note	Â (2)	Â (2)	Common Stock	(2)	\$ (2)	I	By Domain Partners VII, L.P. (3)
Series A-1 Preferred Stock	Â (1)	Â (1)	Common Stock	6,979	\$ (1)	I	By DP VII Associates, L.P. (3)
Sereis A-2 Preferred Stock	Â (1)	Â (1)	Common Stock	6,979	\$ (1)	I	By DP VII Associates, L.P. (3)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	15,106	\$ (1)	I	By DP VII Associates, L.P. (3)
Convertible Promissory Note	Â (2)	Â (2)	Common Stock	(2)	\$ (2)	I	By DP VII Associates, L.P. (3)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VITULLO NICOLE C/O DOMAIN ASSOCIATES, LLC ONE PALMER SQUARE PRINCETON,Â NJÂ 08542	Â	Â X	Â	Â

Signatures

/s/ Kathleen K. Schoemaker,
Attorney-in-Fact

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.

(2)

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The outstanding principal amount of the convertible promissory note and all accrued and unpaid interest thereon from and after May 25, 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.

The Reporting Person is a Managing Member of One Palmer Square Associates VII, LLC, which is the sole general partner of Domain Partners VII, L.P. and DP VII Associates, L.P., and Domain Associates, LLC. Pursuant to Instruction (5)(b)(iv) of Form 3, the Reporting

- (3) Person has elected to report as indirectly beneficially owned the entire number of securities beneficially owned by each such entity. The Reporting Person disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his or her pecuniary interest therein and/or that are not actually distributed to him or her.

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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