

CORCEPT THERAPEUTICS INC

Form 4

March 24, 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 *
MAHONEY DAVID L

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
03/20/2015

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O CORCEPT THERAPEUTICS, 149 COMMONWEALTH DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

MENLO PARK, CA 94025

(City) (State) (Zip)

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)
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		<u>X⁽¹⁾</u>	30,534	A	\$ 2.77	1,168,654	I	David L.Mahoney & Winnifred C. Ellis Family Trust
Common Stock	03/20/2015		<u>S⁽¹⁾</u>	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
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		<u>X⁽¹⁾</u>	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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