

Clovis Oncology, Inc.
Form 4
March 22, 2012

FORM 4

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

OMB APPROVAL

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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. ⁽³⁾
Common Stock	11/21/2011		C		14,534	A	<u>(1)</u> 14,534	I	By Aberdare Partners IV, L.P. ⁽³⁾
Common Stock	11/21/2011		C		158,439	A	<u>(2)</u> 886,678	I	By Aberdare Ventures IV, L.P. ⁽³⁾

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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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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 Security (Instr. 3 and 4)
					V	(A) (D)	Date Exercisable	Expiration Date	
Series A-1 Preferred Stock	<u>(1)</u>	11/21/2011		C		507,119	<u>(1)</u>	<u>(1)</u>	Common Stock 174
Series A-1 Preferred Stock	<u>(1)</u>	11/21/2011		C		10,122	<u>(1)</u>	<u>(1)</u>	Common Stock 3,
Series A-2 Preferred Stock	<u>(1)</u>	11/21/2011		C		507,119	<u>(1)</u>	<u>(1)</u>	Common Stock 174
Series A-2 Preferred	<u>(1)</u>	11/21/2011		C		10,122	<u>(1)</u>	<u>(1)</u>	Common Stock 3,

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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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