FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
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hours per response: 0.5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

									iivosiiioi										
1. Name and Address of Reporting Person* ALTA BIOPHARMA PARTNERS III LP					2. Issuer Name and Ticker or Trading Symbol CHIMERIX INC [CMRX]									Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
								liest Tran	saction (N	Mont	h/Day/Ye	ear)			Officer (g	give title	e <u>></u>		r (specify
(Last)	(First)	,	Middle	•	10	4/16	/2013								below)	G.		belov	w)
ONE EMBAI	RCADER	O CENTER, 3	87TH	FLOOR												Stoc	ckholo	ler	
(Street)					— 4.	. If An	nendme	ent, Date	of Origina	al File	ed (Mont	th/Day	/Year)	6. Inc					
SAN FRANCISCO	CA	g	94111												Form file Form file	-		-	
FRANCISCO					_									X	Person	u 2,	.0.0	0	5 p 5 1 1 g
(City)	(State	:) (Zip)																
		Tab	le I -	Non-De	rivativ	ve S	ecurit	ties Ac	quired,	Dis	sposed	d of,	or Ben	eficiall	y Owned				
Date			2. Transa Date (Month/D		r) Ex	A. Deemed kecution Date, any lonth/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (and Disposed Of (D) (Instr. 3 and 5)			5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amour	nt	(A) or (D)	Price	Reported Transaction (Instr. 3 and		(msu.	4)	(11150: 4)
Common Sto	ck			04/16/	/2013				С		826,4	474	A	(1)	826,47	74	I		See Footnote ⁽²⁾
Common Sto	ck			04/16	/2013				С		688,	729	A	(3)	1,515,2	03	I	(2)	See Footnote ⁽²⁾
Common Sto	ck			04/16/	/2013				C		550,9	982	A	(4)	2,161,82	29(5)	I	(2)	See Footnote ⁽²⁾
			Tab	le II - De											ned				
				(0.	y., pui	S, Ca	ilis, wa	arrants,	options	s, cc	nvertil	DIE SE	curine	5)					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	any		4. Trans Code (li	action	5. Num Derivat Securit Acquir Dispos	ber of	-	Exercis	sable and	7. Title Securi	and Amo	unt of lying	8. Price of Derivative Security (Instr. 5)	9. Num derivat Securit Benefi Owned Follow	ive ties cially I	10. Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execut	eemed tion Date, if	4. Trans	action	5. Num Derivat Securit Acquir Dispos	ber of ive ies ed (A) or ed of (D)	6. Date E	Exercise on Date Day/Y	sable and	7. Title Securi Deriva	and Amo	unt of lying	Derivative Security (Instr. 5)	derivat Securit Benefic Owned Follow Report	tive ties cially I ring ted action(s)	Ownership Form: Direct (D) or Indirect	D Indirect Beneficial Ownership (Instr. 4)
Derivative Security	Conversion or Exercise Price of Derivative	Date	Execut	eemed tion Date, if	4. Trans Code (li	saction nstr. 8)	5. Num Derivat Securit Acquin Dispos (Instr. 3	ber of ive ies ed (A) or ed of (D) 3, 4 and 5)	6. Date E Expiratic (Month/	Exercise on Date Day/Y	sable and te ear)	7. Title Securi Deriva and 4)	and Amo	unt of lying ty (Instr. 3 Amount o Number of	Derivative Security (Instr. 5)	derivat Securit Benefic Owned Follow Report Transa (Instr.	tive ties cially I ring ted action(s)	Ownership Form: Direct (D) or Indirect	D Indirect Beneficial Ownership (Instr. 4)
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Derivative Security (Instr. 3) Series D Preferred Stock Series E Preferred	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year) 04/16/2012	Execut	eemed tion Date, if	4. Trans Code (In	saction nstr. 8)	5. Num Derivat Securit Acquin Dispos (Instr. 3	bber of ive ies ed (A) or ed of (D) (D) (D)	6. Date Expiration (Month/	Exercise on Date Day/Y	eable and the ear) Expiration Date	7. Title Securi Deriva and 4) Title Co S Co	e and Amo tities Under titive Securi	Amount of Number of Shares	Derivative Security (Instr. 5)	derivat Securit Benefi Owned Follow Report Transa (Instr.	ties cially I ring ted cction(s)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Indirect Beneficial Ownership (Instr. 4) See Footnote ⁽²⁾ See
Series D Preferred Stock Series F Preferred Stock Series F Preferred Stock 1. Name and Act	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year) 04/16/2012 04/16/2012 04/16/2012 eporting Person	Execution (Mont	eemed tion Date, if h/Day/Year)	4. Trans Code (li	saction nstr. 8)	5. Num Derivat Securit Acquin Dispos (Instr. 3	ber of ive ies ed (A) or sed of (D) 3, 4 and 5)	6. Date Expiration (Month/	Exercise on Date Day/Y	Expiration Oate (1)	7. Title Securi Deriva and 4) Title Co S Co	and Amor tities Under titive Securi	Amount of Number of Shares 826,472	Derivative Security (Instr. 5)	derivat Securit Benefi Owned Follow Report Transa (Instr.	cive ties cially I I I I I I I I I I I I I I I I I I	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	nd Indirect Beneficial Ownership (Instr. 4) See Footnote(2) See Footnote(2) See
Series D Preferred Stock Series F Preferred Stock Series F Preferred Stock 1. Name and Act	Conversion or Exercise Price of Derivative Security	Date (Month/Day/Year) 04/16/2012 04/16/2012 04/16/2012	Execution (Mont	eemed tion Date, if h/Day/Year)	4. Trans Code (li	saction nstr. 8)	5. Num Derivat Securit Acquin Dispos (Instr. 3	ber of ive ies ed (A) or sed of (D) 3, 4 and 5)	6. Date Expiration (Month/	Exercise on Date Day/Y	Expiration Oate (1)	7. Title Securi Deriva and 4) Title Co S Co	and Amor tities Under titive Securi	Amount of Number of Shares 826,472	Derivative Security (Instr. 5)	derivat Securit Benefi Owned Follow Report Transa (Instr.	cive ties cially I I I I I I I I I I I I I I I I I I	Ownership Form: Direct (D) or Indirect (I) (Instr. 4	nd Indirect Beneficial Ownership (Instr. 4) See Footnote(2) See Footnote(2) See
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1. Name and Address ALTA BIOPHA CO BETEILIG	ARMA PARTNE	RS III GMBH &					
(Last)	(First)	(Middle)					
ONE EMBARCAD	ERO CENTER, 37T	H FLOOR					
(Street)							
SAN FRANCISCO	CA	94111					
(City)	(State)	(Zip)					
1. Name and Address ALTA EMBAR PARTNERS II	CADERO BIOF	PHARMA					
(Last)	(First)	(Middle)					
ONE EMBARCADERO CENTER, 37TH FLOOR							
(Street) SAN FRANCISCO	CA	0.4111					
SAN FRANCISCO	CA	94111					
(City)	(State)	(Zip)					

Explanation of Responses:

- 1. Upon the closing of the Issuer's initial public offering, every 3.55 shares of Series D Preferred Stock automatically converted into 1 share of Common Stock for no additional consideration and had no expiration date.
- 2. See attached Exhibit 99.1
- 3. Upon the closing of the Issuer's initial public offering, every 3.55 shares of Series E Preferred Stock automatically converted into 1 share of Common Stock for no additional consideration and had no expiration date.
- 4. Upon the closing of the Issuer's initial public offering, every 3.55 shares of Series F Preferred Stock automatically converted into 1 share of Common Stock for no additional consideration and had no expiration date.
- 5. Includes an aggregate of 95,644 shares issued as payment of accrued dividends on the Series F Preferred Stock held as follows: 87,602 shares held by Alta Biopharma Partners III, L.P., 5,883 shares held by Alta Biopharma Partners III GmbH & Co. Beteiligungs KG and 2,159 shares held by Alta Embarcadero Biopharma Partners III, LLC.

See Signatures Included in Exhibit 99.2

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

(2) The shares of Common Stock issuable upon conversion of the Preferred Stock are held as follows: 1,892,453 shares of common stock held by Alta Biopharma Partners III, L.P., 127,095 shares of common stock held by Alta Biopharma Partners III GmbH & Co. Beteiligungs KG and 46,637 shares of common stock held by Alta Embarcadero Biopharma Partners III, LLC (collectively, the Alta Shares). Alta Partners III, Inc. provides investment advisory services to Alta Biopharma Partners III, L.P., Alta Biopharma Partners III GmbH & Co. Beteiligungs KG and Alta Embarcadero Biopharma Partners III, LLC (collectively, the Alta Funds). The directors of Alta Biopharma Management III, LLC, which is a general partner of Alta Biopharma Partners III, L.P., the managing limited partner of Alta Biopharma Partners III GmbH & Co. Beteiligungs KG, and the manager of Alta Embarcadero Biopharma Partners III, LLC, exercise sole dispositive and voting power over the securities owned by the Alta Funds. Farah Champsi, one of the Issuer's directors, Edward Penhoet and Edward Hurwitz, are directors of Alta Biopharma Management III, LLC and managers of Alta Embarcadero Biopharma Partners III, LLC. These individuals may be deemed to share dispositive and voting power over the securities held by the Alta Funds. Each of these individuals disclaims beneficial ownership of such securities except to the extent of his or her pecuniary interest therein.

Signature of Reporting Persons:

This statement on Form 4 is filed by Alta Biopharma Partners III, L.P., Alta Biopharma Partners III GmbH & Co. Beteiligungs KG and Alta Embarcadero Biopharma Partners III, L.P., One Embarcadero Center, 37th Floor, San Francisco, CA 94111. The reporting entities disclaim beneficial ownership of the securities listed herein except to the extent of their pecuniary interest therein.

Alta Biopharma Partners III, L.P.

By: Alta Biopharma Management III, LLC

By: /s/ *Hilary Strain*Name: Hilary Strain

Title: Chief Financial Officer

Alta Biopharma Partners III GmbH & Co. Beteiligungs KG

By: Alta Biopharma Management III, LLC

By: /s/ Hilary Strain
Name: Hilary Strain

Title: Chief Financial Officer

Alta Embarcadero Biopharma Partners III, LLC

By: /s/ *Hilary Strain*Name: Hilary Strain

Title: Chief Financial Officer