

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <b>NIEDEL JAMES</b>  (Last) (First) (Middle) <b>C/O NEW LEAF VENTURES</b> <b>TIMES SQUARE TOWER, 7 TIMES SQ, STE 3502</b>  (Street) <b>NEW YORK NY 10036</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>CHIMERIX INC [ CMRX ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <b>09/09/2014</b>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/09/2014		S		217,321	D	\$28.72 <sup>(1)</sup>	1,326,073	I <sup>(2)</sup>	See Footnote
Common Stock	09/09/2014		S		58,531	D	\$29.67 <sup>(3)</sup>	1,267,542	I <sup>(2)</sup>	See Footnote
Common Stock	09/09/2014		X		200,879	A	\$7.26	1,468,421	I <sup>(2)</sup>	See Footnote
Common Stock	09/09/2014		S <sup>(4)</sup>		51,100	D	\$28.54	1,417,321	I <sup>(2)</sup>	See Footnote
Common Stock	09/10/2014		S		347,188	D	\$29.54 <sup>(5)</sup>	1,070,133	I <sup>(2)</sup>	See Footnote
Common Stock	09/10/2014		X		401,758	A	\$7.26	1,471,891	I <sup>(2)</sup>	See Footnote
Common Stock	09/10/2014		S <sup>(6)</sup>		97,129	D	\$30.03	1,374,762	I <sup>(2)</sup>	See Footnote
Common Stock	09/11/2014		S		328,680	D	\$29.58 <sup>(7)</sup>	1,046,082	I <sup>(2)</sup>	See Footnote

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Warrant	\$7.26	09/09/2014		X			200,879	(8)	02/07/2018	Common Stock	200,879	\$0 <sup>(4)</sup>	401,758	I <sup>(2)</sup>	See Footnote
Warrant	\$7.26	09/10/2014		X			401,758	(8)	02/07/2018	Common Stock	401,758	\$0 <sup>(6)</sup>	0	I <sup>(2)</sup>	See Footnote

**Explanation of Responses:**

1. The price reported in Column 4 is a weighted average price (net of commissions of \$0.04 per share). These shares were sold in multiple transactions at prices ranging from \$28.50 to \$29.49, inclusive. The Reporting Person undertakes to provide to CMRX, any security holder of CMRX, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes 1, 3, 5 and 7.

2. The securities are directly held by New Leaf Ventures II, L.P. ("NLV II") and indirectly held by New Leaf Venture Associates II, L.P. ("NLV Associates"), the sole general partner of NLV II, and New Leaf Venture Management II, L.L.C. ("NLV Management"), the sole general partner of NLV Associates. As an individual manager of NLV Management, along with five other individual managers, the Reporting Person may be deemed to beneficially own the shares to which this Form 4 relate. The Reporting Person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
3. The price reported in Column 4 is a weighted average price (net of commissions of \$0.04 per share). These shares were sold in multiple transactions at prices ranging from \$29.50 to \$29.73, inclusive.
4. On September 9, 2014, NLV II exercised warrants to purchase 200,879 shares of CMRX common stock for \$7.26 a share. NLV II paid the exercise price on a cashless basis, resulting in CMRX's withholding of 51,100 of the warrant shares to pay the exercise price and issuing to NLV II the remaining 147,779 shares.
5. The price reported in Column 4 is a weighted average price (net of commissions of \$0.04 per share). These shares were sold in multiple transactions at prices ranging from \$29.16 to \$30.03, inclusive.
6. On September 10, 2014, NLV II exercised warrants to purchase 401,758 shares of CMRX common stock for \$7.26 a share. NLV II paid the exercise price on a cashless basis, resulting in CMRX's withholding of 97,129 of the warrant shares to pay the exercise price and issuing to NLV II the remaining 304,629 shares.
7. The price reported in Column 4 is a weighted average price (net of commissions of \$0.04 per share). These shares were sold in multiple transactions at prices ranging from \$29.50 to \$30.43, inclusive.
8. The Warrants are immediately exercisable.

**Remarks:**

/s/ Craig L. Slutzkin, as  
Attorney-in-Fact for James      09/11/2014  
Niedel

\*\* 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.**