

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

| OMB APPROVAL             |           |
|--------------------------|-----------|
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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*<br><u>Hutton Wendé S</u><br><br>(Last) (First) (Middle)<br><u>C/O CHIMERIX, INC.</u><br><u>2505 MERIDIAN PARKWAY, SUITE 340</u><br><br>(Street)<br><u>DURHAM, NC 27713</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>CHIMERIX INC [ CMRX ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>04/16/2013</u>       |  |
|   | 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                    | 04/16/2013                           |  | C                              |   | 12,397  | A          | (1)   | 12,397  | I  | See Footnote(2)                                       |
| Common Stock                    | 04/16/2013                           |  | C                              |   | 1,227,314   | A          | (1)   | 1,239,711   | I  | See Footnote(3)                                       |
| Common Stock                    | 04/16/2013                           |  | C                              |   | 826,474   | A          | (4)   | 2,066,185   | I  | See Footnote(3)                                       |
| Common Stock                    | 04/16/2013                           |  | C                              |   | 847,136   | A          | (5)   | 3,060,375(6)  | I  | See Footnote(3)                                       |

**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   | Amount or Number of Shares |  |  |   |  |
| Series D Preferred Stock                   | (1)  | 04/16/2012                           |  | C                              |   |  | 44,010    | (1)  | (1)             | Common Stock  | 12,397                     | \$0.00                                     | 0  | I   | See Footnote(2)  |
| Series D Preferred Stock                   | (1)  | 04/16/2012                           |  | C                              |   |  | 4,356,968 | (1)  | (1)             | Common Stock  | 1,227,314                  | \$0.00                                     | 0  | I   | See Footnote(3)  |
| Series E Preferred Stock                   | (4)  | 04/16/2012                           |  | C                              |   |  | 2,933,986 | (4)  | (4)             | Common Stock  | 826,474                    | \$0.00                                     | 0  | I   | See Footnote(3)  |
| Series F Preferred Stock                   | (5)  | 04/16/2012                           |  | C                              |   |  | 3,007,335 | (5)  | (5)             | Common Stock  | 847,136                    | \$0.00                                     | 0  | I   | See Footnote(3)  |

**Explanation of Responses:**

- 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.
- Ms. Hutton is a trustee of The Hutton Living Trust dated 12/10/96.
- The securities are held directly by Canaan VII L.P. Ms. Hutton disclaims beneficial ownership over the securities owned by Canaan VII L.P., and this report shall not be deemed an admission that such reporting person is the beneficial owner of such shares, except to the extent of her pecuniary interest, if any, in the securities by virtue of the limited liability company interests she owns in Canaan Partners VII LLC, the general partner of Canaan VII L.P.
- 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.
- 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.
- Includes 147,054 shares issued as payment of accrued dividends on the Series F Preferred Stock.

Wendé S. Hutton, By: /s/ Jaime Slocum, Attorney-in-Fact 04/16/2013

\*\* 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.

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