SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL

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1 I. Maille allu Aduless of Reporting Feison			2. Issuer Name and Ticker or Trading Symbol <u>CHIMERIX INC</u> [CMRX]		tionship of Reporting Pers all applicable) Director	son(s) to Issuer 10% Owner		
(Last) C/O CHIMERIX		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/25/2021		Officer (give title Other (specify below) below)			
2505 MERIDIA	N PARKWAY, SU	JITE 100	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) DURHAM	NC	27713		X	Form filed by One Repo Form filed by More thar Person	°		
(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 Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/25/2021		Р		3,050	Α	\$7.78	200,573	D	
Common Stock	06/28/2021		Р		6,950	A	\$7.83	207,523	D	
Common Stock								2,776,093	I	See footnote ⁽¹⁾⁽²⁾
Common Stock								531,861	I	See footnote ⁽²⁾⁽³⁾
Common Stock								3,446	I	See footnote ⁽⁴⁾

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)	tte, Transaction of Expiration Date Amount of Securities Securities Securities	able and e Amount of Securities Security Underlying Derivative Security (Instr. 5) Sec	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownershij (Instr. 4)						
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Explanation of Responses:

1. The securities are held as follows: 829,046 shares of common stock held by Sanderling Venture Partners V, L.P., 233,134 shares of common stock held by Sanderling V Biomedical, L.P., 155,143 shares of common stock held by Sanderling V Limited Partnership, 138,046 shares of common stock held by Sanderling V Beteiligungs GmbH & Co. KG, 199,853 shares of common stock held by Sanderling V Biomedical Co-Investment Fund, L.P., 329,682 shares of common stock held by Sanderling V Co-Investment Fund, L.P. and 891,189 shares of common stock held by Sanderling V Strategic Exit Fund, L.P. (collectively, the Sanderling V Shares).

2. The Reporting Person, a director of Sanderling Ventures, may be deemed to beneficially own the Sanderling V Shares and the Sanderling VI Shares (as defined herein). The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

3. The securities are held as follows: 498,046 shares of common stock held by Sanderling Venture Partners VI Co-Investment Fund, L.P., 15,431 shares of common stock held by Sanderling VI

Beteiligungs GmbH & Co. KG and 18,384 shares of common stock held by Sanderling VI Limited Partnership (collectively, the Sanderling VI Shares).

4. The securities are held by the Middleton-McNeil Retirement Trust, over which the reporting person shares voting and investment power. The Reporting Person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

Remarks:

/s/ Michael Alrutz, Attorney-

in-Fact

06/29/2021

** 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.