

CORCEPT THERAPEUTICS INC

Form 4

October 19, 2009

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Longitude Venture Partners L.P.

2. Issuer Name **and** Ticker or Trading
Symbol

CORCEPT THERAPEUTICS INC
[CORT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

800 EL CAMINO REAL, SUITE
220

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)

10/16/2009

☐ Director ☒ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☒ Form filed by More than One Reporting
Person

MENLO PARK, CA 94025

(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 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 Ownership (Instr. 4)
Common Stock	10/16/2009		P ⁽¹⁾	V Amount (A) or (D) Price	\$ 10,970,285	D ⁽²⁾	
					1.38		

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

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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 Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount Number Shares
Warrants (Right to Buy)	\$ 1.66	10/16/2009		P ⁽¹⁾	856,644	10/16/2009 10/16/2012	Common Stock 856,64

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Longitude Venture Partners L.P. 800 EL CAMINO REAL, SUITE 220 MENLO PARK, CA 94025	X	X		
Longitude Capital Associates, L.P. 800 EL CAMINO REAL, SUITE 220 MENLO PARK, CA 94025		X		
Longitude Capital Partners, LLC 800 EL CAMINO REAL, SUITE 220 MENLO PARK, CA 94025		X		
Tammenoms Bakker Juliet 800 EL CAMINO REAL, SUITE 220 MENLO PARK, CA 94025		X		

Signatures

/s/ Juliet Tammenoms Bakker, managing member of Longitude Capital Partners, LLC 10/19/2009

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Common Stock and Warrants purchased pursuant to a Securities Purchase Agreement dated October 12, 2009 with a closing date of October 16, 2009.

This report is filed jointly by Longitude Venture Partners, L.P. ("LVP"), Longitude Capital Partners, LLC ("Longitude Capital"), Longitude Capital Associates, L.P. ("LCA"), and Juliet Tammenoms Bakker, all of whom share beneficial ownership of more than 10% of the capital stock of the Issuer. LVP may also be deemed a director by virtue of its right to nominate a representative to serve on the Issuer's Board of Directors. LVP is the record holder of 10,830,959 shares of common stock and LCA is the record holder of 139,326 shares of common stock. Patrick G. Enright currently serves as LVP's representative on the Issuer's Board of Directors. Each of Longitude Capital and Ms. Tammenoms Bakker disclaims beneficial ownership of all securities except to the extent of their respective pecuniary interest therein.

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LVP is the record holder of 839,811 of the warrants described herein and LCA is the record holder of 16,833 of the warrants described (3) herein. Does not include warrants to purchase 2,261,418 shares of Common Stock beneficially owned by the reporting persons. Such warrants have an exercise price equal to \$2.77 per share and expire on March 24, 2015.

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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