

SCANGOS GEORGE A

Form 4

December 28, 2005

**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

OMB  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SCANGOS GEORGE A

2. Issuer Name **and** Ticker or Trading  
Symbol  
EXELIXIS INC [EXEL]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O EXELIXIS INC., 170 HARBOR  
WAY, PO BOX 0511

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/28/2005

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

President &amp; CEO

(Street)

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

SOUTH SAN  
FRANCISCO, CA 94083-0511

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock	12/28/2005		S <sup>(1)</sup>		200	D \$ 9.8	1,514,641	D	
Common Stock	12/28/2005		S <sup>(1)</sup>		200	D \$ 9.77	1,514,441	D	
Common Stock	12/28/2005		S <sup>(1)</sup>		200	D \$ 9.79	1,514,241	D	
Common Stock	12/28/2005		S <sup>(1)</sup>		200	D \$ 9.76	1,514,041	D	
Common Stock	12/28/2005		S <sup>(1)</sup>		100	D \$ 9.74	1,513,941	D	

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Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.66	1,513,841	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.7	1,513,741	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.64	1,513,641	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.65	1,513,541	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.67	1,513,441	D
Common Stock	12/28/2005	<u>S</u> (1)	200	D	\$ 9.72	1,513,241	D
Common Stock	12/28/2005	<u>S</u> (1)	200	D	\$ 9.73	1,513,041	D
Common Stock	12/28/2005	<u>S</u> (1)	200	D	\$ 9.71	1,512,841	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.7	1,512,741	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.67	1,512,641	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.75	1,512,541	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.69	1,512,441	D
Common Stock	12/28/2005	<u>S</u> (1)	100	D	\$ 9.67	1,512,341	D

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 displays a currently valid OMB control number.**

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(9-02)

**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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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4, and 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)				

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCANGOS GEORGE A C/O EXELIXIS INC. 170 HARBOR WAY, PO BOX 0511 SOUTH SAN FRANCISCO, CA 94083-0511	X		President & CEO	

## Signatures

/s/ George  
Scangos 12/28/2005

\*\*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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 7, 2005.

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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