EXELIXIS INC Form 4

September 21, 2006

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

SECURITIES

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

EXELIXIS INC [EXEL] 3. Date of Earliest Transaction

C/O EXELIXIS INC., 170 HARBOR 09/20/2006

(Month/Day/Year)

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

(Check all applicable)

WAY, PO BOX 0511

President & CEO

(Street)

(First)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SOUTH SAN FRANCISCO, CA 94083-0511

(City)	(State) (Z	Zip) Table	I - Non-D	erivative s	Securi	ities Acq	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	saction Date 2A. Deemed /Day/Year) Execution Date, if any (Month/Day/Year)		4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	09/20/2006		S <u>(1)</u>	100	D	\$ 9.27	1,406,031	D	
Common Stock	09/20/2006		S(1)	200	D	\$ 9.37	1,405,831	D	
Common Stock	09/20/2006		S(1)	100	D	\$ 9.26	1,405,731	D	
Common Stock	09/20/2006		S(1)	200	D	\$ 9.36	1,405,531	D	
Common Stock	09/20/2006		S <u>(1)</u>	100	D	\$ 9.14	1,405,431	D	

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Common Stock	09/20/2006	S <u>(1)</u>	100	D	\$ 9.12	1,405,331	D	
Common Stock	09/20/2006	S <u>(1)</u>	100	D	\$ 9.22	1,405,231	D	
Common Stock	09/20/2006	S(1)	400	D	\$ 9.32	1,404,831	D	
Common Stock	09/20/2006	S(1)	100	D	\$ 9.42	1,404,731	D	
Common Stock	09/20/2006	S(1)	100	D	\$ 9.39	1,404,631	D	
Common Stock	09/20/2006	S(1)	100	D	\$ 9.41	1,404,531	D	
Common Stock	09/20/2006	S(1)	100	D	\$ 9.29	1,404,431	D	
Common Stock	09/20/2006	S(1)	100	D	\$ 9.26	1,404,331	D	
Common Stock	09/20/2006	S(1)	200	D	\$ 9.4	1,404,131	D	
Common Stock	09/20/2006	S(1)	300	D	\$ 9.3	1,403,831	D	
Common Stock	09/20/2006	S(1)	100	D	\$ 9.28	1,403,731	D	
Common Stock	09/20/2006	S <u>(1)</u>	100	D	\$ 9.38	1,403,631	D	
Common Stock						6,855	I	By Trust
Common Stock						6,855	I	By Trust
Common Stock						3,159	I	By 401(k) Plan (4)

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.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	2	Securities	(Instr. 5)	Bene

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Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date Number of Shares

Own

Follo

Repo

Trans

(Insti

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SCANGOS GEORGE A

C/O EXELIXIS INC.

170 HARBOR WAY, PO BOX 0511

SOUTH SAN FRANCISCO, CA 94083-0511

Signatures

/s/ George A.

Scangos 09/21/2006

**Signature of Person Date

Reporting Person

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 August 15, 2006.
- (2) Shares held by George A. Scangos and Leslie S. Wilson, as Trustees of the Katherine Scangos Trust.
- (3) Shares held by George A. Scangos and Leslie S. Wilson, as Trustees of the Jennifer Scangos Trust.
- (4) Represents units in the Exelixis stock fund based on a plan statement dated July 27, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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