

CORCEPT THERAPEUTICS INC
Form 3
August 20, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â ALTA BIOPHARMA PARTNERS II LP | | (Month/Day/Year) | CORCEPT THERAPEUTICS INC [CORT] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| ONE EMBARCADERO CENTER,Â SUITE 3700 | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| SAN FRANCISCO,Â CAÂ 94111 | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 4,150,655 <u>(1)</u> | I | See footnotes <u>(1)</u> <u>(2)</u> |

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

SEC 1473 (7-02)

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.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) |
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|
|------------------|-----------------|-------|----------------------------|----------|---------------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ALTA BIOPHARMA PARTNERS II LP ONE EMBARCADERO CENTER SUITE 3700 SAN FRANCISCO, CA 94111 | ^ | ^ X | ^ | ^ |
| ALTA BIOPHARMA MANAGEMENT II LLC ONE EMBARCADERO CENTER SUITE 3700 SAN FRANCISCO, CA 94111 | ^ | ^ X | ^ | ^ |
| ALTA EMBARCADERO BIOPHARMA PARTNERS II LLC ONE EMBARCADERO CENTER SUITE 3700 SAN FRANCISCO, CA 94111 | ^ | ^ X | ^ | ^ |
| DELEAGE JEAN ONE EMBARCADERO CENTER SUITE 3700 SAN FRANCISCO, CA 94111 | ^ | ^ X | ^ | ^ |
| CHAMPSI FARAH ONE EMBARCADERO CENTER SUITE 3700 SAN FRANCISCO, CA 94111 | ^ | ^ X | ^ | ^ |
| ALTA PARTNERS II INC ONE EMBARCADERO CENTER SUITE 3700 SAN FRANCISCO, CA 94111 | ^ | ^ X | ^ | ^ |

Signatures

Alix Marduel, Managing Director 08/20/2004

**Signature of Reporting Person Date

Alix Marduel, Managing Director 08/20/2007

**Signature of Reporting Person Date

Alix Marduel, Manager 08/20/2007

**Signature of Reporting Person Date

Jean Deleage 08/20/2007

| <u>Signature of Reporting Person</u> | <u>Date</u> |
|--------------------------------------|-------------|
| Farah Champsi | 08/20/2007 |
| <u>Signature of Reporting Person</u> | <u>Date</u> |
| Jean Deleage, President | 08/20/2007 |
| <u>Signature of Reporting Person</u> | <u>Date</u> |

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

Alta Partners II, Inc. ("APII") provides investment advisory services to several venture capital funds including Alta BioPharma Partners II, L.P. ("ABPII") & Alta Embarcadero BioPharma Partners II, LLC ("AEBPII"). On 8/17/07, ABPII purchased 918,589 shares ("sh") of

(1) Common Stock ("Cm") & AEBPII purchased 33,792 sh Cm from the Company at \$2.10 per share, in conjunction with the Common Stock Purchase Agreement dated 8/17/07. The purchase of this stock resulted in the funds affiliated with APII becoming 10% Owners. ABPII now beneficially owns 3,997,378 sh Cm & AEBPII beneficially owns 153,277 sh Cm.

- (2) Jean Deleage, Alix Marduel and Farah Champsi (collectively known as "the principals") are managing directors of Alta BioPharma Management II, LLC (which is the general partner of Alta BioPharma Partners II, L.P.) and managers of AEBPII. As managing directors and managers they may be deemed to share voting & investment powers over the shares held by the funds. The principals of Alta Partners II, Inc. disclaim beneficial ownership of all such shares held by the foregoing funds, except to the extent of their proportionate pecuniary interests therein.

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Remarks:

Cross-referenceÂ withÂ FormÂ 4Â filedÂ datedÂ 8/17/2007Â filedÂ onÂ behalfÂ ofÂ AlixÂ Marduel,Â DirectorÂ ofÂ Co

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.