

CORCEPT THERAPEUTICS INC  
Form SC 13G/A  
February 13, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE  
COMMISSION**  
Washington, D.C. 20549  
**SCHEDULE 13G**

OMB APPROVAL  
OMB Number:  
3235-0145

Expires:  
December 31, 2005  
Estimated average burden  
hours per response. . 11

Under the Securities Exchange Act of 1934  
(Amendment No. 1)\*

**Corcept Therapeutics Incorporated**

(Name of Issuer)

**Common Stock**

(Title of Class of Securities)

**218352102**

(CUSIP Number)

**December 31, 2005**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 218352102

1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Sutter Hill Ventures, A California Limited Partnership 77-0287059
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
    - (a)
    - (b)
  3. SEC Use Only
  4. Citizenship or Place of Organization  
California, USA
- |   |    |                                     |  |
|---|----|-------------------------------------|--|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 5. | Sole Voting Power<br>2,210,649      |  |
|   | 6. | Shared Voting Power                 |  |
|   | 7. | Sole Dispositive Power<br>2,210,649 |  |
|   | 8. | Shared Dispositive Power            |  |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,210,649
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
  11. Percent of Class Represented by Amount in Row (9)  
9.7%
  12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Sutter Hill Entrepreneurs Fund (AI), L.P. 94-3338942

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)    
(b)

3. SEC Use Only

4. Citizenship or Place of Organization  
California, USA

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power  
22,422

6. Shared Voting Power

7. Sole Dispositive Power  
22,422

8. Shared Dispositive Power

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
22,422

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
0.1%

12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Sutter Hill Entrepreneurs Fund (QP), L.P. 94-3338941

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)  o  
(b)  y

3. SEC Use Only

4. Citizenship or Place of Organization  
California, USA

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power  
56,768

6. Shared Voting Power

7. Sole Dispositive Power  
56,768

8. Shared Dispositive Power

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
56,768

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)  o

11. Percent of Class Represented by Amount in Row (9)  
0.3%

12. Type of Reporting Person (See Instructions)  
PN

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
David L. Anderson
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	o
(b)	y
  3. SEC Use Only
  4. Citizenship or Place of Organization  
USA
- |   |    |  |   |
|---|----|--|---|
|   | 5. |  | Sole Voting Power<br>335,115*           |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. |  | Shared Voting Power<br>2,289,839**      |
|   | 7. |  | Sole Dispositive Power<br>335,115*      |
|   | 8. |  | Shared Dispositive Power<br>2,289,839** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,624,954
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
  11. Percent of Class Represented by Amount in Row (9)  
11.6%
  12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 119,981 shares held in The Anderson Living Trust of which the reporting person is the trustee and 215,134 shares held by Anvest, L.P. of which the reporting person is the General Partner. The reporting person disclaims beneficial ownership of the trust s and the partnership s shares except as to the reporting person s pecuniary interest in the trust and the partnership.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships shares except as to the reporting person s pecuniary interest in the partnerships.

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
G. Leonard Baker, Jr.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)  o  
(b)  y

3. SEC Use Only

4. Citizenship or Place of Organization  
USA

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power  
479,791\*

6. Shared Voting Power  
2,289,839\*\*

7. Sole Dispositive Power  
479,791\*

8. Shared Dispositive Power  
2,289,839\*\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,769,630

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)  o

11. Percent of Class Represented by Amount in Row (9)  
12.2%

12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 17,578 shares held in The Baker Revocable Trust of which the reporting person is a trustee and 256,774 shares held by Saunders Holdings, L.P. of which the reporting person is a General Partner. The reporting person disclaims beneficial ownership of the trust's and the partnership's shares except as to the reporting person's pecuniary interest in the trust and the partnership.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
William H. Younger, Jr.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

4. Citizenship or Place of Organization  
USA

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power  
289,009\*

6. Shared Voting Power  
2,289,839\*\*

7. Sole Dispositive Power  
289,009\*

8. Shared Dispositive Power  
2,289,839\*\*

9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,578,848

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by Amount in Row (9)  
11.4%

12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 26,349 shares held in The Younger Living Trust of which the reporting person is a trustee, 242,918 shares held by a retirement trust for the benefit of the reporting person and 19,742 shares owned by the children of the reporting person. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts. The reporting person disclaims beneficial ownership of the children's shares.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.

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1. Names of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only)  
Tench Coxe
  2. Check the Appropriate Box if a Member of a Group (See Instructions)
 

(a)	o
(b)	y
  3. SEC Use Only
  4. Citizenship or Place of Organization  
USA
- |   |    |  |   |
|---|----|--|---|
|   | 5. |  | Sole Voting Power<br>339,396*           |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6. |  | Shared Voting Power<br>2,289,839**      |
|   | 7. |  | Sole Dispositive Power<br>339,396*      |
|   | 8. |  | Shared Dispositive Power<br>2,289,839** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person  
2,629,235
  10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) o
  11. Percent of Class Represented by Amount in Row (9)  
11.6%
  12. Type of Reporting Person (See Instructions)  
IN

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\* Includes 251,592 shares held in The Coxe Revocable Trust of which the reporting person is a trustee and 87,804 shares held by The Tamerlane Charitable Remainder Unitrust of which the reporting person is the trustee. The reporting person disclaims beneficial ownership of the trusts' shares except as to the reporting person's pecuniary interest in the trusts.

\*\* Shares held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P., each of which the reporting person is a Managing Director of the General Partner. The reporting person disclaims beneficial ownership of these partnerships' shares except as to the reporting person's pecuniary interest in the partnerships.