EXELIXIS INC Form 4

September 01, 2006

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average burden hours per

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response...

Form 5 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 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading SCANGOS GEORGE A Issuer Symbol EXELIXIS INC [EXEL] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director 10% Owner X_ Officer (give title _ Other (specify C/O EXELIXIS INC., 170 HARBOR 08/31/2006 below) WAY, PO BOX 0511 President & CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

SAN FRANCISCO, CA 94083-0511

(City)	(State) (Z	Zip) Table	e I - Non-D	erivative (Secur	ities Acq	quired, Disposed o	of, or Beneficial	ly 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 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	08/31/2006		S <u>(1)</u>	100	D	\$ 9.77	1,413,531	D	
Common Stock	08/31/2006		S(1)	200	D	\$ 9.76	1,413,331	D	
Common Stock	08/31/2006		S(1)	100	D	\$ 9.85	1,413,231	D	
Common Stock	08/31/2006		S(1)	500	D	\$ 9.75	1,412,731	D	
Common Stock	08/31/2006		S <u>(1)</u>	200	D	\$ 9.74	1,412,531	D	

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Common Stock	08/31/2006	S <u>(1)</u>	100	D	\$ 9.84	1,412,431	D	
Common Stock	08/31/2006	S(1)	100	D	\$ 9.83	1,412,331	D	
Common Stock	08/31/2006	S(1)	100	D	\$ 9.63	1,412,231	D	
Common Stock	08/31/2006	S(1)	200	D	\$ 9.72	1,412,031	D	
Common Stock	08/31/2006	S <u>(1)</u>	100	D	\$ 9.69	1,411,931	D	
Common Stock	08/31/2006	S(1)	100	D	\$ 9.71	1,411,831	D	
Common Stock	08/31/2006	S <u>(1)</u>	100	D	\$ 9.79	1,411,731	D	
Common Stock	08/31/2006	S(1)	200	D	\$ 9.81	1,411,531	D	
Common Stock	08/31/2006	S(1)	100	D	\$ 9.73	1,411,431	D	
Common Stock	08/31/2006	S(1)	100	D	\$ 9.75	1,411,331	D	
Common Stock	08/31/2006	S <u>(1)</u>	16	D	\$ 9.81	1,411,315	D	
Common Stock	08/31/2006	S <u>(1)</u>	84	D	\$ 9.8	1,411,231	D	
Common Stock	08/31/2006	S(1)	100	D	\$ 9.68	1,411,131	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)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5.	6. Date Exerc Expiration Da		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(i.i.dia. Dayi Teal)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/) e		Underlying Securities (Instr. 3 and 4	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title Amour or Numbe of Shares	er	

Reporting Owners

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

Signatures

/s/ George A.

Scangos 09/01/2006

**Signature of 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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