

MARCHESI VINCENT T  
Form 4  
May 03, 2007

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MARCHESI VINCENT T

(Last) (First) (Middle)

C/O EXELIXIS, INC, 170 HARBOR WAY, PO BOX 511

(Street)

SOUTH SAN FRANCISCO, CA 94083-0511

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
04/05/2002

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)	(A) or (D)	5. Amount or Price	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 Ownership (Instr. 4)
Common Stock	04/05/2002		P	2,000	A	\$ 11.95	12,000 <sup>(1)</sup>	D	
Common Stock	02/20/2004		P	1,500	A	\$ 8.29	13,500	D	
Common Stock	02/20/2004		P	1,000	A	\$ 8.32	14,500	D	
Common Stock	02/23/2004		P	1,500	A	\$ 8.42	16,000	D	
Common Stock	02/23/2004		P	1,200	A	\$ 8.31	17,200	D	

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Common Stock	02/24/2004	P	1,000	A	\$ 8.26	18,200	D
Common Stock	02/27/2004	P	1,000	A	\$ 8.83	19,200	D
Common Stock	03/01/2004	P	1,000	A	\$ 8.95	20,200	D
Common Stock	03/08/2004	P	900	A	\$ 8.95	21,100	D
Common Stock	03/09/2004	P	900	A	\$ 8.83	22,000	D

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

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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, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Option (right to buy)	\$ 10.53	05/02/2007		A	10,000	05/02/2007 <sup>(2)</sup>	05/01/2017	Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARCHESI VINCENT T C/O EXELIXIS, INC 170 HARBOR WAY, PO BOX 511 SOUTH SAN FRANCISCO, CA 94083-0511	X			

## Signatures

/s/ George Scangos, Attorney  
in Fact

05/03/2007

\_\_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) This amount of beneficially owned shares includes 5,000 shares that were acquired prior to April 5, 2002 and 5,000 shares that were acquired after April 5, 2002, all of which shares were reported prior to the reporting of the April 5, 2002 transaction.
  - (2) Options granted pursuant to Issuer's 2000 Non-Employee Directors' Stock Option Plan. The option is exercisable immediately, subject to repurchase provisions, and will vest monthly over the following year.

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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