

**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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Schall Thomas J.</u>  (Last) (First) (Middle) C/O CHEMOCENTRYX, INC. 850 MAUDE AVENUE  (Street) MOUNTAIN CA 94043 VIEW CA 94043  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ChemoCentryx, Inc. [ CCXI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 05/01/2018	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)			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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/01/2018		M		17,127	A	\$6	2,202,121	D	
Common Stock	05/01/2018		s <sup>(1)</sup>		17,127 <sup>(2)</sup>	D	\$11.0006 <sup>(3)</sup>	2,184,994	D	
Common Stock	05/02/2018		M		32,873	A	\$6	2,217,867	D	
Common Stock	05/02/2018		s <sup>(1)</sup>		32,873 <sup>(2)</sup>	D	\$11.0258 <sup>(4)</sup>	2,184,994	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (right to buy)	\$6	05/01/2018		M		17,127		09/10/2008 <sup>(5)</sup>	09/10/2018	Common Stock	17,127	<sup>(6)</sup>	232,873	D	
Stock Option (right to buy)	\$6	05/02/2018		M		32,873		09/10/2008 <sup>(5)</sup>	09/10/2018	Common Stock	32,873	<sup>(6)</sup>	200,000	D	

**Explanation of Responses:**

- Shares sold are associated with stock options that will expire in September 2018.
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- Reflects the weighted average sale price of the shares purchased. The shares were purchased in multiple trades at prices ranging from \$11.00 to \$11.03 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares purchased at each separate price.
- Reflects the weighted average sale price of the shares purchased. The shares were purchased in multiple trades at prices ranging from \$11.00 to \$11.20 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares purchased at each separate price.
- As of May 1, 2018, and prior to this transaction, the exercised options were fully vested.
- Not applicable.

**Remarks:**

/s/ Susan M. Kanaya, as  
Attorney-in-Fact

05/03/2018

\*\* Signature of Reporting Person Date

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

\* 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).

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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