

CORCEPT THERAPEUTICS INC

Form SC 13G/A

February 16, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 11)*

**Corcept
Therapeutics
Incorporated**

(Name of Issuer)

**Common
Stock**

(Title of Class of Securities)

218352102

(CUSIP Number)

**December
31, 2015**

(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

Names of Reporting
Persons.

1. Sutter Hill Ventures, a
California Limited
Partnership

Check the Appropriate Box

2. if a Member of a Group (See
Instructions)
(a)
(b)

3. SEC Use Only

Citizenship or Place of

4. Organization
California, USA

Sole Voting Power
Number of
Shares

Beneficially
Owned
by

Each Reporting
Person

With

5.
-0-

6.
-0-

7.
-0-

8.
-0-

Aggregate Amount

9. Beneficially Owned by Each
Reporting Person
-0-

Check if the Aggregate
Amount in Row (9)

10. Excludes Certain Shares
(See Instructions)

Percent of Class

11. Represented by Amount in
Row (9)
0%

Type of Reporting Person

12. (See Instructions)

PN

CUSIP No. 218352102

Names of Reporting

1. Persons.

G. Leonard Baker, Jr.

Check the Appropriate Box

2. if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or Place of

4. Organization

USA

Number of Shares Beneficially Owned by Each Reporting Person

Sole Voting Power

4,505,527*

Shared Voting Power

0-

Sole Dispositive Power

4,505,527*

Shared Dispositive Power

0-

Aggregate Amount

9. Beneficially Owned by Each Reporting Person

4,505,527

Check if the Aggregate

10. Amount in Row (9)

Excludes Certain Shares (See Instructions)

Percent of Class

11. Represented by Amount in Row (9)

4.1%

Type of Reporting Person

12. (See Instructions)

IN

* See Appendix A, Note 1

CUSIP No. 218352102

Names of Reporting

1. Persons.

Tench Coxe

Check the Appropriate Box

2. if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or Place of

4. Organization

USA

Number of Shares Beneficially Owned by Each Reporting Person

Sole Voting Power

1,696,051*

Shared Voting Power

0-

Sole Dispositive Power

1,696,051*

Shared Dispositive Power

0-

Aggregate Amount

9. Beneficially Owned by Each Reporting Person

1,696,051

Check if the Aggregate

10. Amount in Row (9)

Excludes Certain Shares

(See Instructions)

Percent of Class

11. Represented by Amount in Row (9)

1.6%

12. Type of Reporting Person

(See Instructions)

IN

* See Appendix A, Note 2.

4

CUSIP No. 218352102

Names of Reporting

1. Persons.

James N. White

Check the Appropriate Box

2. if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or Place of

4. Organization

USA

Number of Shares Beneficially Owned

Sole Voting Power

393,520*

Number of Shares Beneficially Owned

Shared Voting Power

0-

by Each Reporting Person

Sole Dispositive Power

393,520*

With

Shared Dispositive Power

0-

Aggregate Amount

9. Beneficially Owned by Each Reporting Person

393,520

Check if the Aggregate

10. Amount in Row (9)

Excludes Certain Shares

(See Instructions)

Percent of Class

11. Represented by Amount in Row (9)

0.4%

12. Type of Reporting Person
(See Instructions)

IN

* See Appendix A, Note 3.

5

CUSIP No. 218352102

Names of Reporting

1. Persons.

Jeffrey W. Bird

Check the Appropriate Box

2. if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or Place of

4. Organization

USA

5. Sole Voting Power

Number of 381,442*

Shares

6. Shared Voting Power

Beneficially

Owned

by

7. Sole Dispositive Power

Each Reporting Person 381,442*

Person

8. Shared Dispositive Power

With 0-

Aggregate Amount

9. Beneficially Owned by Each Reporting Person

381,442

Check if the Aggregate

10. Amount in Row (9)

Excludes Certain Shares

(See Instructions) o

11. Percent of Class

Represented by Amount in

Row (9)

0.4%

Type of Reporting Person

12. (See Instructions)

IN

* See Appendix A, Note 4.

6

CUSIP No. 218352102

Names of Reporting

1. Persons.

Michael L. Speiser

Check the Appropriate Box

2. if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or Place of

4. Organization

USA

Number of Shares Beneficially Owned

5. Sole Voting Power
372,515*

6. Shared Voting Power
0-

by Each Reporting Person

7. Sole Dispositive Power
372,515*

8. Shared Dispositive Power
0-

Aggregate Amount

9. Beneficially Owned by Each Reporting Person

372,515

Check if the Aggregate

10. Amount in Row (9) Excludes Certain Shares (See Instructions) o

Percent of Class

11. Represented by Amount in Row (9)

0.3%

Type of Reporting Person

12. (See Instructions)

IN

* See Appendix A, Note 5.

CUSIP No. 218352102

Names of Reporting

1. Persons.

Stefan A. Dyckerhoff

Check the Appropriate Box

2. if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or Place of

4. Organization

German citizen (U.S. permanent resident)

5. Sole Voting Power
Number of

41,062*

6. Shared Voting Power
Beneficially Owned

0-

7. Sole Dispositive Power
Each Reporting

41,062*

8. Shared Dispositive Power
With

0-

Aggregate Amount

9. Beneficially Owned by Each Reporting Person

41,062

Check if the Aggregate Amount in Row (9)

10. Excludes Certain Shares (See Instructions) o

Percent of Class

11. Represented by Amount in Row (9)

0.0%

12. Type of Reporting Person (See Instructions)

IN

* See Appendix A, Note 6.

8

CUSIP No. 218352102

Names of Reporting

1. Persons.

Samuel J. Pullara III

Check the Appropriate Box

2. if a Member of a Group (See Instructions)

(a) ☐

(b) ☐

3. SEC Use Only

Citizenship or Place of

4. Organization

USA

5. Sole Voting Power
Number of
Shares

41,062*

6. Shared Voting Power
Beneficially
Owned

0-

7. Sole Dispositive Power
Each Reporting
Person

41,062*

8. Shared Dispositive Power
With

0-

Aggregate Amount

9. Beneficially Owned by Each
Reporting Person

41,062

Check if the Aggregate
Amount in Row (9)

10. Excludes Certain Shares
(See Instructions) ☐

Percent of Class

11. Represented by Amount in
Row (9)

0.0%

12. Type of Reporting Person
(See Instructions)

IN

* See Appendix A, Note 7.

9

Item 1.

- (a) Name of Issuer
Corcept Therapeutics Incorporated
- (b) Address of Issuer's Principal Executive Offices
149 Commonwealth Drive, Menlo Park, CA 94025

Item 2.

- (a) Name of Person Filing
See Appendix A; Appendix A is hereby incorporated by reference
- (b) Address of Principal Business Office or, if none, Residence
See Appendix A
- (c) Citizenship
See Appendix A
- (d) Title of Class of Securities
Common Stock
- (e) CUSIP Number
218352102

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

N/A

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

Amount beneficially owned:

- (a) See Appendix A, which is hereby incorporated by reference and related pages 2 to 9

Percent of class:

- (b) See Appendix A, which is hereby incorporated by reference and related pages 2 to 9

Number of shares as to which the person has:

- (c)

Sole power to vote or to direct the vote

- (i)

Shared power to vote or to direct the vote

- (ii)

Sole power to dispose or to direct the disposition of

- (iii)

Shared power to dispose or to direct the disposition of

- (iv)

*** See Appendix A, which is hereby incorporated by reference and related pages 2 to 9. Mr. Baker is a managing director and together with Messrs. Coxe, White, Bird, Speiser, Dyckerhoff and Pullara who are also managing directors and members of the management committee of the general partner of Sutter Hill Ventures, a California Limited Partnership share voting and dispositive power over the shares held by the partnership.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6. Ownership of More than Five Percent on Behalf of Another Person

N/A

Item 7.

Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person

N/A

Item 8. Identification and Classification of Members of the Group

See Appendix A

Item 9. Notice of Dissolution of Group

N/A

Item 10. Certification

N/A

11

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

2/16/2016

Date

Sutter Hill Ventures, A California Limited Partnership

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for G. Leonard Baker, Jr., Managing Director of the General Partner

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for G. Leonard Baker, Jr.

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Tench Cox

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for James N. White

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Jeffrey W. Bird

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Michael L. Speiser

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Stefan A. Dyckerhoff

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Samuel J. Pullara III

APPENDIX A TO SCHEDULE 13G — CORCEPT THERAPEUTICS INCORPORATED

Name of Originator	Aggregate Number of Shares Beneficially Owned		% of	
	Individual	Aggregate	Total Shares	
Sutter Hill Ventures, a California Limited Partnership	-0-		0.0	%
G. Leonard Baker, Jr.	4,505,527	Note 1	4.1	%
		4,505,527	4.1	%
Tench Coxe	1,696,051	Note 2	1.6	%
		1,696,051	1.6	%
James N. White	393,520	Note 3	0.4	%
		393,520	0.4	%
Jeffrey W. Bird	381,442	Note 4	0.4	%
		381,442	0.4	%
Michael L. Speiser	372,515	Note 5	0.3	%
		372,515	0.3	%
Stefan A. Dyckerhoff	41,062	Note 6	0.0	%
		41,062	0.0	%
Samuel J. Pullara III	41,062	Note 7	0.0	%
		41,062	0.0	%

The address for all of the above is: 755 Page Mill Road, Suite A-200, Palo Alto, CA 94304.

The partnerships are organized in California. The individuals are all U.S. citizens and residents with the exception of Mr. Dyckerhoff who is a citizen of Germany and U.S. permanent resident.

None of the above has been convicted in any criminal proceedings nor have they been subject to judgments, decrees, or final orders enjoining future violations of Federal or State securities laws.

All of the parties are individuals or entities in the venture capital business.

Note 1: Comprised of 207 shares held in the individual's name, 955,055 shares held in The Baker Revocable Trust of which the reporting person is a trustee, 676,631 shares held by a Roth IRA for the benefit of the reporting person, 2,613,634 shares held by Saunders Holdings, L.P. of which the reporting person is a trustee of a trust which is the general partner and 260,000 shares of director's options that are fully vested and exercisable within 60 days after 12/31/15.

Note 2: Comprised of 454,214 shares held in The Coxe Revocable Trust of which the reporting person is a trustee, 581,514 shares held by a retirement trust for the benefit of the reporting person, 572,519 shares held by Rooster Partners, L.P. of which the reporting person is a trustee of a trust which is the general partner and 87,804 shares held in The Tamerlane Charitable Remainder Unitrust of which the reporting person is the trustee.

Note 3: Comprised of 373,361 shares held in The White Revocable Trust of which the reporting person is a trustee, 1,073 shares held by a retirement trust for the benefit of the reporting person and 19,086 shares held by a Roth IRA for the benefit of the reporting person.

Note 4: Comprised of 381,442 shares held in the Jeffrey W. and Christina R. Bird Trust of which the reporting person is a trustee.

Note 5: Comprised of 372,515 shares held in the Speiser Trust of which the reporting person is a trustee.

Note 6: Comprised of 41,062 shares held in the Dyckerhoff 2001 Revocable Trust of which the reporting person is a trustee.

Note 7: Comprised of 41,062 shares held in The Pullara Revocable Trust of which the reporting person is a trustee.