

EXELIXIS INC  
Form 4  
March 28, 2006

**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 \*  
SCANGOS GEORGE A

(Last) (First) (Middle)

C/O EXELIXIS INC., 170 HARBOR WAY, PO BOX 0511

(Street)

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)  
03/27/2006

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)  
President & CEO

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) | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |
| Common Stock                    | 03/27/2006                           |  | S(1)                           | 100 D   | \$ 11.21  | 1,482,241  | D  |
| Common Stock                    | 03/27/2006                           |  | S(1)                           | 200 D   | \$ 11.11  | 1,482,041  | D  |
| Common Stock                    | 03/27/2006                           |  | S(1)                           | 200 D   | \$ 11.1   | 1,481,841  | D  |
| Common Stock                    | 03/27/2006                           |  | S(1)                           | 100 D   | \$ 11.15  | 1,481,741  | D  |
| Common Stock                    | 03/27/2006                           |  | S(1)                           | 100 D   | \$ 11.13  | 1,481,641  | D  |

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|              |            |                  |     |   |           |           |   |
|--------------|------------|------------------|-----|---|-----------|-----------|---|
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 100 | D | \$ 11.18  | 1,481,541 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 100 | D | \$ 11.22  | 1,481,441 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 100 | D | \$ 11.27  | 1,481,341 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 179 | D | \$ 11.37  | 1,481,162 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 100 | D | \$ 11.39  | 1,481,062 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 200 | D | \$ 11.055 | 1,480,862 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 200 | D | \$ 11.125 | 1,480,662 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 100 | D | \$ 11.22  | 1,480,562 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 200 | D | \$ 11.215 | 1,480,362 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 63  | D | \$ 11.13  | 1,480,299 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 11  | A | \$ 11.15  | 1,480,288 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 47  | D | \$ 11.11  | 1,480,241 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 100 | D | \$ 11.08  | 1,480,141 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 200 | D | \$ 11.09  | 1,479,941 | D |
| Common Stock | 03/27/2006 | S <sup>(1)</sup> | 100 | D | \$ 11.1   | 1,479,841 | 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 | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene |
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|
|--|------------------------------------|--------------------------------------|--|--------------------------------|-------------------------|--|--|--|------------------------|

Derivative  
Security

Securities  
Acquired  
(A) or  
Disposed  
of (D)  
(Instr. 3,  
4, and 5)

(Instr. 3 and 4)

Own  
Follo  
Repo  
Trans  
(Instr

Code V (A) (D) Date Expiration Title Amount  
Exercisable Date Date or  
Number  
of  
Shares

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                 |       |
|--|---------------|-----------|-----------------|-------|
|  | Director      | 10% Owner | Officer         | Other |
| SCANGOS GEORGE A<br>C/O EXELIXIS INC.<br>170 HARBOR WAY, PO BOX 0511<br>SAN FRANCISCO, CA 94083-0511 | X             |           | President & CEO |       |

## Signatures

/s/ George A.  
Scangos 03/28/2006  
\*\*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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 7, 2005.

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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