## Edgar Filing: KARBE FRANK - Form 4

KARBE F	RANK									
Form 4 December	18 2008									
								OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE Washington, D.C. 20549							COMMISSION	N OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or					BENEF		Expires: Estimated burden hou response	urs per		
	Filed pul	(a) of the l	Public U	Jtility Hol	ding Cor		nge Act of 1934, of 1935 or Section 940			
(Print or Typ	e Responses)									
1. Name and KARBE F	Address of Reporting	Person <u>*</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol EXELIXIS INC [EXEL]			Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (	Middle)					(Check all applicable)			
				3. Date of Earliest Transaction (Month/Day/Year) 12/16/2008			Director 10% Owner X Officer (give title Other (specify below) EVP & CFO			
SOUTH S	(Street) SAN SCO, CA 94083-05	(11		endment, Daonth/Day/Yea	-	1	6. Individual or . Applicable Line) _X_ Form filed by Form filed by Person		erson	
(City)	(State)	(Zip)			<b>.</b>	a		6 D 6 '		
							Acquired, Disposed		-	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	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	(D) Price	(instr. 5 and 1)			
Reminder: R	eport on a separate line	e for each cl	ass of sec	urities benet	ficially ow	ned directly	or indirectly.			
					inforn requi	nation con red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	
	Tab					posed of, or convertible	Beneficially Owner securities)	1		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount o
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		r)	(Instr. 3 and 4)	
				Code V	(A) (D)	) Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to buy)	\$ 5.04	12/16/2008		A	50,000	12/16/2009 <u>(1)</u>	12/15/2018	Common Stock	50,000

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships					
FB	Director	10% Owner	Officer	Other			
KARBE FRANK C/O EXELIXIS, INC. 249 EAST GRAND AVE., PO BOX 511 SOUTH SAN FRANCISCO, CA 94083-05	511		EVP & CFO				
Signatures							
/s/ James B. Bucher, Attorney in Fact	12/18/2008						

<u>\*\*</u>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) Options granted pursuant to Issuer's 2000 Equity Incentive Plan. Twenty five percent (25%) of the shares vest one year from the grant date, and the remaining shares vest in 36 equal monthly installments thereafter.

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.