

CORCEPT THERAPEUTICS INC
Form SC 13G/A
February 11, 2010

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 5)***

Corcept Therapeutics Incorporated

(Name of Issuer)

Common Stock

(Title of Class of Securities)

218352102

(CUSIP Number)

December 31, 2009

(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

1. Names of Reporting Persons
Sutter Hill Ventures, A California Limited Partnership 77-0287059
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a)
 - (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
California, USA
- | | | |
|---|----|--------------------------------------|
| | 5. | Sole Voting Power 5,925,216* |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6. | Shared Voting Power -0- |
| | 7. | Sole Dispositive Power 5,925,216* |
| | 8. | Shared Dispositive Power -0- |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
5,925,216
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
9.4%
 12. Type of Reporting Person (See Instructions)
PN

* See Exhibit A, Note 1.

CUSIP No. 218352102

1. Names of Reporting Persons
Sutter Hill Entrepreneurs Fund (AI), L.P. 94-3338942
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a)
 - (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
California, USA
- | | | | |
|---|----|----------------------------------|--|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5. | Sole Voting Power 29,273 | |
| | 6. | Shared Voting Power -0- | |
| | 7. | Sole Dispositive Power 29,273 | |
| | 8. | Shared Dispositive Power -0- | |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
29,273
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
0.0%
 12. Type of Reporting Person (See Instructions)
PN

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CUSIP No. 218352102

1. Names of Reporting Persons
Sutter Hill Entrepreneurs Fund (QP), L.P. 94-3338941
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)
3. SEC Use Only
4. Citizenship or Place of Organization
California, USA
- | | | |
|---|----|----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5. | Sole Voting Power 74,113 |
| | 6. | Shared Voting Power -0- |
| | 7. | Sole Dispositive Power 74,113 |
| | 8. | Shared Dispositive Power -0- |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
74,113
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
0.1%
12. Type of Reporting Person (See Instructions)
PN

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CUSIP No. 218352102

1. Names of Reporting Persons
David L. Anderson
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a)
 - (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
USA
- | | | | |
|---|----|--|---|
| | 5. | | Sole Voting Power 1,004,811* |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6. | | Shared Voting Power 6,028,602** |
| | 7. | | Sole Dispositive Power 1,004,811* |
| | 8. | | Shared Dispositive Power 6,028,602** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
7,033,413
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
11.1%
 12. Type of Reporting Person (See Instructions)
IN

* See Exhibit A, Note 3.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/09) held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P. See Exhibit A.

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CUSIP No. 218352102

1. Names of Reporting Persons
G. Leonard Baker, Jr.
 2. Check the Appropriate Box if a Member of a Group (See Instructions)

| | |
|-----|----------------------------------|
| (a) | <input type="radio"/> |
| (b) | <input checked="" type="radio"/> |
 3. SEC Use Only
 4. Citizenship or Place of Organization
USA
- | | | |
|---|----|---|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5. | Sole Voting Power 2,981,451* |
| | 6. | Shared Voting Power 6,028,602** |
| | 7. | Sole Dispositive Power 2,981,451* |
| | 8. | Shared Dispositive Power 6,028,602** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
9,010,053
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
14.1%
 12. Type of Reporting Person (See Instructions)
IN

* See Exhibit A, Note 4.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/09) held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P. See Exhibit A.

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CUSIP No. 218352102

1. Names of Reporting Persons
William H. Younger, Jr.
 2. Check the Appropriate Box if a Member of a Group (See Instructions)

| | |
|-----|----------------------------------|
| (a) | <input type="radio"/> |
| (b) | <input checked="" type="radio"/> |
 3. SEC Use Only
 4. Citizenship or Place of Organization
USA
- | | | | |
|---|----|--------------------------|-------------|
| | 5. | Sole Voting Power | 1,036,519* |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6. | Shared Voting Power | 6,028,602** |
| | 7. | Sole Dispositive Power | 1,036,519* |
| | 8. | Shared Dispositive Power | 6,028,602** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
7,065,121
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
11.2%
 12. Type of Reporting Person (See Instructions)
IN

* See Exhibit A, Note 5.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/09) held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P. See Exhibit A.

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CUSIP No. 218352102

1. Names of Reporting Persons
Tench Coxe
 2. Check the Appropriate Box if a Member of a Group (See Instructions)
 - (a)
 - (b)
 3. SEC Use Only
 4. Citizenship or Place of Organization
USA
- | | | | |
|---|----|--|---|
| | 5. | | Sole Voting Power 1,361,511* |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6. | | Shared Voting Power 6,028,602** |
| | 7. | | Sole Dispositive Power 1,361,511* |
| | 8. | | Shared Dispositive Power 6,028,602** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
7,390,113
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
11.7%
 12. Type of Reporting Person (See Instructions)
IN

* See Exhibit A, Note 6.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/09) held by Sutter Hill Ventures, A California Limited Partnership, Sutter Hill Entrepreneurs Fund (AI), L.P. and Sutter Hill Entrepreneurs Fund (QP), L.P. See Exhibit A.

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CUSIP No. 218352102

1. Names of Reporting Persons
Gregory P. Sands
2. Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b)
3. SEC Use Only
4. Citizenship or Place of Organization
USA

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5.

Sole Voting Power
165,49