FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | |
|--------------|----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-028 | | | | | | | |

37 Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| Repair of Paporing Person's CRANGOS GEORGE A 100 | | | | | | | | | | | | | | | | | | |
|---|---|------------|---------------|------------------|--------|------------------------------|--|--|------------------|----------------------------|---------|---|---|---------------------------------|--|--|---|--|
| Common Stock | . • | | | | | | | | | | | | | | | | | |
| Common Stock 1005/2005 1 | SCANGOS GEORGE A | | | | | | | | | | | | 1 | | | | | |
| Common Stock 1005/2005 1005/2005 100 10 10 15/43,341 10 1005/2005 1005/2005 1005/2005 1005/2005 100 10 15/43,341 10 1005/2005 1005/2005 1005/2005 100 10 15/43,341 10 1005/2005 1005/2005 1005/2005 100 10 15/43,341 10 1005/2005 1005/2005 1005/2005 100 10 15/43,341 10 10 10 10 10 10 10 | C/O EXE | ELIXIS INC | 2. | , | | | ` | | | | | | | | below) below | | | |
| Table 1 Non-Derivative Security (Inst. 3) Transaction December De | SAN | sco CA | CA 94083-0511 | | | 4. If An | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | Form Form | Form filed by One Reporting Person Form filed by More than One Reporting | | |
| A common stands Common stack 1005/2005 1005/2005 1005/2005 10005/2005 | (City) | (St | ate) | (Zip) | | | | | | | | | | . 515511 | | | | |
| Date | | | Tab | le I - Nor | -Deriv | ative S | ecu | rities Ac | quired, | Dis | posed o | f, or I | Benef | icially | Owne | ed | | |
| Common Stock 10/05/2005 | 1. Title of Security (Instr. 3) | | | Date | | Execution Date, r) if any | Transa Code (| Transaction Code (Instr. | | Disposed Of (D) (Instr. 3, | | | Securities Beneficially Owned Following | Form: Direct (D) or Indirect | of Indirect Beneficial Ownership | | | |
| Common Stock 10/05/2005 S S S S S S S S S | | | | | | | | | Code | v | Amount | | | Price | Transa | action(s) | | (111511.4) |
| Common Stock 10/05/2005 Stop 100 D \$7.67 1,544,541 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.81 | 1,5 | 544,741 | D | |
| Common Stock 10/05/2005 50 100 D \$7.62 1,544,241 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.76 | 1,5 | 544,641 | D | |
| Common Stock 10/05/2005 St ⁽¹⁾ 200 D \$7.65 1,544,141 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.67 | 1,5 | 544,541 | D | |
| Common Stock | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 300 | | D | \$7.62 | 1,5 | 544,241 | D | |
| Common Stock 10/05/2005 Stop 200 D \$7.55 1,543,741 D Common Stock 10/05/2005 Stop 400 D \$7.63 1,543,241 D Common Stock 10/05/2005 Stop 400 D \$7.65 1,543,141 D Common Stock 10/05/2005 Stop 100 D \$7.65 1,543,041 D Common Stock 10/05/2005 Stop 100 D \$7.65 1,543,041 D Common Stock 10/05/2005 Stop 100 D \$7.57 1,543,041 D Common Stock 10/05/2005 Stop 100 D \$7.47 1,542,941 D Common Stock 10/05/2005 Stop 261 D \$7.37 1,542,680 D Common Stock 10/05/2005 Stop 100 D \$7.4 1,542,580 D Common Stock 10/05/2005 Stop 100 D \$7.65 1,543,041 D Common Stock 10/05/2005 Stop 100 D \$7.47 1,542,580 D Common Stock 10/05/2005 Stop 100 D \$7.65 1,543,041 D Common Stock 10/05/2005 Stop 100 D \$7.47 1,542,580 D Common Stock 10/05/2005 Stop 100 D \$7.65 1,543,041 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,392 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,392 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D \$7.67 1,542,341 D Common Stock 10/05/2005 Stop 100 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.65 | 1,5 | 544,141 | D | |
| Common Stock 10/05/2005 S(1) 400 D \$7.49 1,543,641 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 200 | | D | \$7.64 | 1,5 | 543,941 | D | |
| Common Stock 10/05/2005 S(1) 100 D \$7.63 1,543,241 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 200 | | D | \$7.55 | 1,5 | 543,741 | D | |
| Common Stock | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.49 | 1,5 | 543,641 | D | |
| Common Stock 10/05/2005 S(1) 100 D \$7.47 1,542,941 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 400 | | D | \$7.63 | 1,5 | 543,241 | D | |
| Common Stock 10/05/2005 S(1) 100 D \$7.47 1,542,941 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.65 | 1,5 | 543,141 | D | |
| Common Stock 10/05/2005 S(1) 261 D \$7.37 1,542,680 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.57 | 1,5 | 543,041 | D | |
| Common Stock 10/05/2005 S(1) 100 D \$7.4 1,542,580 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.47 | 1,5 | 542,941 | D | |
| Common Stock 10/05/2005 Sti 100 D \$7.64 1,542,492 D | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 261 | | D | \$7.37 | 1,5 | 542,680 | D | |
| Common Stock 10/05/2005 S(1) 100 D \$7.57 1,542,392 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security Price of Derivative Security Security Security Security Security Code V (A) (D) Date Expiration Date (A) or Disposed of to Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Amount of Security Security (Instr. 3) Amount of Securities Acquired (A) or Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Expiration Date (Title of Derivative Securities Title of Shares) Amount of Securities Acquired (A) or Derivative Securities (| Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 100 | | D | \$7.4 | 1,5 | 542,580 | 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 (Month/Day/Year) 2. Conversion or Exercise (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) 4. S. Number of Oberivative Securities (Month/Day/Year) 5. Number of Oberivative Securities (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Security Underlying Derivative Security (Instr. 3) 8. Price of Derivative Security Security (Instr. 5) 9. Number of derivative Security (Instr. 5) 10. Ownership Form: Disposed of (D) (Instr. 4) 11. Nature derivative Security (Instr. 5) 12. Onversion or Exercise (Month/Day/Year) 13. Transaction Date (Month/Day/Year) 14. Transaction Expiration Date (Month/Day/Year) 15. Number of Securities (Month/Day/Year) 16. Date Expiration Date (Month/Day/Year) 17. Title and Amount of Securities Security (Instr. 5) 18. Price of Derivative Security (Instr. 5) 19. Number of derivative Security Owned (Month/Day/Year) 10. Ownership Orn: Disposed of (D) (Instr. 4) 11. Nature Security (Instr. 5) 11. Nature Security (Instr. 5) 12. Nature Security (Instr. 5) 13. Transaction (Security Owned Expiration Date (Month/Day/Year) 14. Title and Amount of Security Owned (Month/Day/Year) 15. Number of Oberivative Security (Instr. 5) 16. Date Expiration Date (Month/Day/Year) 17. Title and Amount of Security (Instr. 5) 18. Price of Derivative Security (Instr. 4) 19. Number of Oberivative Security (Instr. 4) 10. Ownership Owned (Instr. 4) 11. Nature Security (Instr. 3) 12. Nature Security (Instr. 3) 13. Transaction (Security Owned (Month/Day/Year) 14. Nature Security (Instr. 3) 15. Number of Ownership Owned (Month/Day/Year) 16. Date Exercisable and Expiration Date (Month/Day/Year) 17. Title and Amount of Security (Instr. 3) 18. Price of Ownership Owned (Month/Day/Year) 19. Number of Ownership Owned | Common | Stock | | | 10/05 | 5/2005 | | | S ⁽¹⁾ | | 88 | | D | \$7.64 | 1,5 | 542,492 | 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) Price of Derivative Security (Instr. 3) Price of Derivative Security (Instr. 3) A. Deemed Execution Date (Month/Day/Year) Whom the Day (Year) Acquired (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities Securities (Month/Day/Year) Amount of Security (Instr. 3) B. Price of Derivative Security (Instr. 5) B. Price of Derivative Securities Securities (Month/Day/Year) Derivative Security (Instr. 3) Amount or Number of derivative Securities Direct (D) or Indirect (D) or In | Common Stock 10/05/ | | | 5/2005 | | | S ⁽¹⁾ | S ⁽¹⁾ | | | D | \$7.57 | 1,542,392 | | D | | | |
| (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise Price of Derivative Security Security Security Security (Instr. 3) Amount of Security (Instr. 3) Derivative Security (Instr. 3) Derivative Security (Instr. 3) Derivative Securities (A) or Disposed of (D) (Instr. 3, 4 and 5) Code V (A) (D) Date Exercisable and Expiration Date (Month/Day/Year) Amount of Security (Instr. 3) Derivative Security (Instr. 3) Amount or Number of Security (Instr. 4) Amount or Number of Security (Instr. 4) Amount or Number of Security (Instr. 4) Derivative Security (Instr. 4) Title Shares | Common Stock 10/05/2 | | | | | 5/2005 | | | S ⁽¹⁾ | | 51 | | D | \$7.47 | 1,5 | 542,341 | D | |
| Derivative Security (Instr. 3) Price of Derivative Security Security Code V Code | | | Т | | | | | | | | | | | | wned | | | |
| Code V (A) (D) Exercisable Expiration Date Expiration Date Shares | Derivative Conversion or Exercise Price of Derivative | | Date | Execution if any | Date, | te, Transacti Code (Ins | on etr. | on of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 | | Expiration Date | | Amount of Securities Underlying Derivative Security (Instr. and 4) | | Der Sec (Ins | ivative curity | derivative Securities Beneficially Owned Following Reported Transaction | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | of Indirect Beneficial Ownership |
| | San Leave C | | | | | Code V | | (A) (D) | | | | Title | or Numb of | er | | | | |

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.

Remarks:

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.