SEC Form 4	
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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average bure	den								
hours per response:	0.5								

1. Name and Addre	1 0		2. Issuer Name and Ticker or Trading Symbol <u>EXELIXIS INC</u> [EXEL]		ationship of Reporting Pe k all applicable)	erson(s) to Issuer	
<u>SCANGUS (</u>	JEURGE F	<u>1</u>		X	Director	10% Owner	
(Last)     (First)     (Middle)     3. Date of Earl       C/O EXELIXIS INC.     07/28/2006		3. Date of Earliest Transaction (Month/Day/Year)	x	Officer (give title below)	Other (specify below)		
					President & CEO		
170 HARBOR	WAY, PO BO	X 0511					
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line)	vidual or Joint/Group Fili	ng (Check Applicable	
SAN CA		94083-0511		X	Form filed by One Re	porting Person	
FRANCISCO			_		Form filed by More the Person	an One Reporting	
(City)	(State)	(Zip)					

#### 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 Disposed O 5)	s Acquired f (D) (Instr	(A) or . 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/28/2006		S <sup>(1)</sup>		100	D	\$8.87	1,426,031	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		300	D	\$8.97	1,425,731	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		200	D	\$ <u>9.06</u>	1,425,531	D	
Common Stock	07/28/2006		<b>S</b> <sup>(1)</sup>		100	D	\$8.96	1,425,431	D	
Common Stock	07/28/2006		<b>S</b> <sup>(1)</sup>		100	D	\$8.95	1,425,331	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		98	D	\$8.98	1,425,233	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		2	D	\$8.97	1,425,231	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		100	D	\$9.04	1,425,131	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		300	D	\$9.03	1,424,831	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		200	D	\$8.99	1,424,631	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		100	D	\$9.09	1,424,531	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		100	D	\$9.08	1,424,431	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		100	D	\$9.09	1,424,331	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		500	D	\$8.98	1,423,831	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		100	D	\$8.88	1,423,731	D	
Common Stock	07/28/2006		S <sup>(1)</sup>		100	D	\$ <mark>9</mark>	1,423,631	D	
Common Stock								6,855	Ι	By Trust <sup>(2)</sup>
Common Stock								6,855	I	By Trust <sup>(3)</sup>
Common Stock								3,159	Ι	By 401(k) Plan <sup>(4)</sup>

#### 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.     3. Transaction Date (Month/Day/Year)     3A. Deemed Execution Date (Month/Day/Year)       1. Title of Derivative Security     3. Transaction Date (Month/Day/Year)     3A. Deemed Execution Date (Month/Day/Year)	4. Transaction Code (Instr. 8)     5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)     6. Date Exercisable and Expiration Date (Month/Day/Year)	Amount of Derivative Securities Security Underlying (Instr. 5) Derivative Security (Instr. 3 and 4)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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		Ta	ble II - Deriva (e.g., p					ired, Disp options,			lor i	y Owned			
Eseplaination 1. Instr. 3) 2. Shares held 3. Shares held	Price of eported on this Derivative 1 Securityge A. 1 by George A.	etMonth/Day/Year) Form 4 were effected Scangos and Leslie 5 Scangos and Leslie 5	3A. Deemed Execution Date, if any (Month/Day/Year) d pursuant toya Kuite S. Wilson, as Trustee S. Wilson, as Trustee ed on a plan statemen	s of the I s of the J	<del>ction</del> Instr. ading p Katherin ennifer	Deriv Secu Acqu (Acqu (Acqu Disp Scange Scange 2(Instructure)	ngos Tru osed os Trust )) r. 3, 4	st.	isDaabtke and ate /ear)	Amour Securi Underl tember /	ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially . Owned Following Reported . Transaction(s) (Instr. 4)	(I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership . (Instr. 4)
* If the form ** Intentiona	eport on a se is filed by mo I misstatemer	e than one reportir Its or omissions of	class of securities g person, <i>see</i> Inst acts constitute Fer hich must be man	uction 4 Ieral Cri	l (b)(v) minal \	liolatio	directly	2818.S.C. 1	**	Signatur	Amount or Number 81%( <sup>f</sup> a).	ing Person	<u>08/01/200</u> Date	6 	

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