

Clovis Oncology, Inc.  
Form POSASR  
November 26, 2014

As filed with the Securities and Exchange Commission on November 26, 2014

Registration No. 333- 192416

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

**POST-EFFECTIVE AMENDMENT NO. 1 TO**  
**FORM S-3**  
**REGISTRATION STATEMENT**  
***UNDER***  
***THE SECURITIES ACT OF 1933***

**Clovis Oncology, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**90-0475355**  
**(I.R.S. Employer**  
**Identification No.)**

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**2525 28<sup>th</sup> Street, Suite 100**

**Boulder, Colorado 80301**

**(303) 625-5000**

**(Address, including zip code, and telephone number, including area code, of agent for service)**

**Patrick J. Mahaffy**

**President and Chief Executive Officer**

**Clovis Oncology, Inc.**

**2525 28th Street, Suite 100**

**Boulder, Colorado 80301**

**(303) 625-5000**

**(Name, address, including zip code, and telephone number, including area code, of agent for service)**

*Copies to:*

**Thomas Mark, Esq.**

**Willkie Farr & Gallagher LLP**

**787 Seventh Avenue**

**New York, New York 10019**

**(212) 728-8000**

**Erle T. Mast**

**Executive Vice President and Chief Financial Officer**

**Clovis Oncology, Inc.**

**2525 28th Street, Suite 100**

**Boulder, Colorado 80301**

**(303) 625-5000**

**Approximate date of commencement of proposed sale to the public:** This post-effective amendment deregisters those Shares of common stock that remain unsold hereunder as of the date hereof.

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If the only securities being registered on this form are being offered pursuant to dividend or interest reinvestment plans, please check the following box.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act of 1933, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act of 1933, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box.

If this Form is a post-effective amendment to a registration statement filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act (check one).

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

**DEREGISTRATION OF SECURITIES**

This Post-Effective Amendment No. 1 to the Registration Statement on Form S-3 (File No. 333-192416) (the Registration Statement ), originally filed on November 19, 2013 by Clovis Oncology, Inc. ( Clovis ), is being filed to (i) terminate the effectiveness of the Registration Statement and (ii) to remove from registration any and all shares of Common Stock, par value \$0.001 per share ( Common Stock ), that were registered under the Registration Statement and have not been sold pursuant to the Registration Statement as of the date hereof. The Registration Statement is hereby amended, as appropriate, to reflect the removal from registration of all such securities.

This Post-Effective Amendment No. 1 is being filed in accordance with Clovis undertaking set forth in Part II, Item 17 of the Registration Statement.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing an amendment on Form S-3 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Boulder, State of Colorado, on November 26, 2014.

**CLOVIS ONCOLOGY, INC.**

By: /s/ Patrick J. Mahaffy  
Patrick J. Mahaffy

*President and Chief Executive Officer*

Pursuant to the requirements of the Securities Act of 1933, as amended, this Registration Statement on Form S-3 has been signed by the following persons in the capacities and on the dates indicated.

Name	Title	Date
/s/ Patrick J. Mahaffy	President and Chief Executive Officer; Director	November 26, 2014
<b>Patrick J. Mahaffy</b>	<i>(Principal Executive Officer)</i>	
	Executive Vice President and Chief Financial Officer	November 26, 2014
/s/ Erle T. Mast		
<b>Erle T. Mast</b>	<i>(Principal Financial Officer and Principal Accounting Officer)</i>	
	Director	
<b>Brian G. Atwood</b>		
*	Director	November 26, 2014
<b>M. James Barrett</b>		
*	Director	November 26, 2014
<b>James C. Blair</b>		
*	Director	November 26, 2014
<b>Paul Klingenstein</b>		
*	Director	November 26, 2014

**Edward J. McKinley**

\*

Director

November 26, 2014

**Thorlef Spickschen**

\*

Director

November 26, 2014

**Ginger L. Graham**

\*

Director

November 26, 2014

**Dr. Keith Flaherty**

Patrick J. Mahaffy, by signing his name below, signs this document on behalf of each of the above named persons specified by an asterisk (\*), pursuant to a power of attorney duly executed by such persons and filed with the Securities and Exchange Commission in the Registrant's Registration Statement on November 19, 2013.

By: /s/ Patrick J. Mahaffy  
Attorney-in-fact  
Patrick J. Mahaffy