

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

1. Name and Address of Reporting Person* <u>ROE ROBERT L</u>  (Last) (First) (Middle) <u>C/O CORCEPT THERAPEUTICS</u> <u>149 COMMONWEALTH DRIVE</u>  (Street) <u>MENLO PARK CA 94025</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CORCEPT THERAPEUTICS INC [ CORT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/01/2012</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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	(A) or (D)	Price			
Common stock	02/01/2012		M		3,000	A	\$1.19	25,007	D	
Common stock	02/01/2012		S <sup>(1)</sup>		13,000	D	\$3.5317 <sup>(2)</sup>	12,007	D	
Common stock	02/02/2012		M		7,000	A	\$1.19	19,007	D	
Common stock	02/02/2012		S <sup>(1)</sup>		7,000	D	\$3.3013 <sup>(3)</sup>	12,007	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 Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (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)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock option	\$1.19	02/01/2012		M		3,000	(4)	03/26/2019		Common stock	3,000	\$0.00	187,000	D	
Stock option	\$1.19	02/02/2012		M		7,000	(4)	03/26/2019		Common stock	7,000	\$0.00	180,000	D	

**Explanation of Responses:**

- The sale is made pursuant to terms of a 10b5-1 plan in effect at the time of sale of the shares.
- Represents the weighted average sale price for the entire number of shares sold. The sale prices range from \$3.3627 to \$3.60 per share. Full information on the numbers of shares sold at each sale price is available upon request.
- Represents the weighted average sale price for the entire number of shares sold. The sale prices range from \$3.2945 to \$3.31 per share. Full information on the numbers of shares sold at each sale price is available upon request.
- Fully exercisable.

**Remarks:**

s/s Joseph K. Belanoff, CEO of  
Corcept Therapeutics 02/02/2012  
Incorporated, attorney-in-fact

\*\* Signature of Reporting Person Date

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.