OMB APPROVAL						
OMB Number: 3235-0145						
Expires: Feb	ruary 28, 2010					
Estimated average burden						
hours per response 10.4						

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (AMENDMENT NO)*

Xenon Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock (Title of Class of Securities)

98420N105 (CUSIP Number)

December 31, 2014 (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	o. 98420N	105	13G	Page 2 of 15 Pages		
1	NAME C)F I	REPORTING PERSONS			
	InterW	est	Partners VII, LP			
			NTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)			
2	CHECK (a) □		E APPROPRIATE BOX IF A MEMBER OF A GROUP o) □			
	(a) ⊔	(1				
3	SEC USI	ЕΟ	NLY			
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION			
	Califor	nis				
	Culifor	5	SOLE VOTING POWER			
			767,187			
	IBER OF	6	SHARED VOTING POWER			
	IARES FICIALLY		0			
	NED BY ORTING	7	SOLE DISPOSITIVE POWER			
PE	RSON		707.407			
V	VITH	8	767,187 SHARED DISPOSITIVE POWER			
		ľ	SIERRED DISTOSTIVE TO WER			
			0			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	767,187					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: □					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	F 40/					
12	5.4% TYPE O	F R	EPORTING PERSON			
	PN					

Cusip No	o. 98420N	105	13G	Page 3 of 15 Pages				
1	NAME C)F I	REPORTING PERSONS					
	InterWest Investors VII, LP							
			NTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)					
2	CHECK (a) □		E APPROPRIATE BOX IF A MEMBER OF A GROUP □ □					
	,	`						
3	SEC USI	ΞO	NLY					
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION					
	Califor	nia						
		5	SOLE VOTING POWER					
			36,738					
	IBER OF IARES	6	SHARED VOTING POWER					
BENE	FICIALLY		0					
	NED BY ORTING	7	SOLE DISPOSITIVE POWER					
	RSON VITH		36,738					
ľ	V 1111	8	SHARED DISPOSITIVE POWER					
			0					
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	36,738							
10								
11	1 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
12	0.3%	FR	EPORTING PERSON					
			2 0111110 1 220011					
	PN							

Cusip No. 98420N105 13G			13G	Page 4 of 15 Pages	
1			REPORTING PERSONS Management Partners VII, LLC (the General Partner of InterWest Partners VII, LP and	nd InterWest	
			VII, LP)		
			NTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)		
2	CHECK (a) □		E APPROPRIATE BOX IF A MEMBER OF A GROUP b) □		
3	SEC USE	E O	NLY		
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION		
	Califor	nia	1		
•		5	SOLE VOTING POWER		
			803,925		
_	BER OF ARES	6	SHARED VOTING POWER		
	CIALLY		0		
REPC	ED BY RTING	7	SOLE DISPOSITIVE POWER		
	RSON ITH		803,925		
		8	SHARED DISPOSITIVE POWER		
9	9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	803,925				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:				
11	PERCEN	T (OF CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.7%				

12

 $\mathbf{00}$

TYPE OF REPORTING PERSON

Cusip No	o. 98420N1	105	13G	Page 5 of 15 Pages	
1	NAME C)F I	REPORTING PERSONS		
	Harvey	В	Cash (a Managing Director of InterWest Management Partners VII, LLC)		
	I.R.S. II	DE	NTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)		
2			E APPROPRIATE BOX IF A MEMBER OF A GROUP		
	(a) 🗆	(I			
3	SEC USE	E O	NLY		
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION		
7	CITIZEI	1011	I ONTERIOR OF ONORWIZEMION		
	United	Sta			
		5	SOLE VOTING POWER		
			0		
_	BER OF	6	SHARED VOTING POWER		
_	ARES FICIALLY		803,925		
	NED BY	7	SOLE DISPOSITIVE POWER		
	ORTING RSON	•	SOLL DISTOSTITY LIGHTLE		
	VITH		0		
		8	SHARED DISPOSITIVE POWER		
	803,925				
9					
	803,925				
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:				
			· ·		
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)				

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Harvey B. Cash that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

5.7%

IN

12

TYPE OF REPORTING PERSON

Page 5 of 15 Pages

Cusip No	o. 98420Nî	105	13G	Page 6 of 15 Pages				
1	NAME ()F F	REPORTING PERSONS					
	Philip 7	Г. (Gianos (a Managing Director of InterWest Management Partners VII, LLC)					
	I.R.S. I	DE	NTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) \Box (b) \Box							
3	SEC USI	Ξ Ο	NLY					
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION					
	United	Sta	ates					
		5	SOLE VOTING POWER					
			0					
_	BER OF	6	SHARED VOTING POWER					
	ARES FICIALLY		002.025					
OWI	NED BY	7	803,925 SOLE DISPOSITIVE POWER					
	ORTING RSON	-						
V	/ITH		0					
		8	SHARED DISPOSITIVE POWER					
			803,925					
9	AGGRE	GAT	TE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
	803,925							
10			X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: \Box					
11	PERCEN	11. (OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	5.7%							

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Philip T. Gianos that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

12

IN

TYPE OF REPORTING PERSON

Page 6 of 15 Pages

Cusip No	o. 98420N1	05	13G	Page 7 of 15 Page				
1	NAME OF REPORTING PERSONS W. Stephen Holmes III (a Managing Director of InterWest Management Partners VII, LLC)							
2			NTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY) E APPROPRIATE BOX IF A MEMBER OF A GROUP					
2	(a) □	(l	o) □					
3	SEC USE	E O	NLY					
4	CITIZEN	ISH	IP OR PLACE OF ORGANIZATION					
	United	Sta						
		5	SOLE VOTING POWER					
			0					
_	BER OF ARES	6	SHARED VOTING POWER					
	FICIALLY NED BY		803,925					
REPO	ORTING	7	SOLE DISPOSITIVE POWER					
	RSON /ITH		0					
		8	SHARED DISPOSITIVE POWER					
803,925								
9	9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
	803,925							
10	CHECK	ВО	X IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: □					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by W. Stephen Holmes III that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

5.7%

IN

12

TYPE OF REPORTING PERSON

Page 7 of 15 Pages

Cusip No	. 98420N1	105	13G	Page 8 of 15 Page					
1	NAME OF REPORTING PERSONS Nina S. Kjellson (Agent for InterWest Management Partners VII, LLC)								
	I.R.S. II	DE	NTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)						
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) □								
3	SEC USE	E O	NLY						
4	CITIZEN United		TIP OR PLACE OF ORGANIZATION						
NUMBER OF SHARES BENEFICIALLY OWNED BY REPORTING PERSON WITH		5 6 7	SOLE VOTING POWER 714 (1) SHARED VOTING POWER 803,925 (2) SOLE DISPOSITIVE POWER 714 (1) SHARED DISPOSITIVE POWER 803,925 (2)						
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 804,639								
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: □								

(1) Options exercisable within 60 days of 12/31/14 received while a Director of the Issuer

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

12

5.7%

IN

TYPE OF REPORTING PERSON

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Nina S. Kjellson that she is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of her pecuniary interest.

Cusip No	o. 98420N1	105	13G	Page 9 of 15 Pages			
1	NAME OF REPORTING PERSONS Gilbert H. Kliman (a Managing Director of InterWest Management Partners VII, LLC) I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)						
2	(a) 🗆	(1	E APPROPRIATE BOX IF A MEMBER OF A GROUP □ □				
3	SEC USE						
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States						
SH BENEI OWN REPO	BER OF ARES FICIALLY NED BY DRTING RSON VITH	5 6 7	SOLE VOTING POWER 0 SHARED VOTING POWER 803,925 SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWER 803,925				
9							
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: □						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Gilbert H. Kliman that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

5.7%

IN

12

TYPE OF REPORTING PERSON

Page 9 of 15 Pages

Cusip No	o. 98420N1	.05	13G	Page 10 of 15 Pages				
1	NAME OF REPORTING PERSONS Arnold L. Oronsky (a Managing Director of InterWest Management Partners VII, LLC)							
2	I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) □							
3	SEC USE	E OI	NLY					
4	CITIZEN United		IP OR PLACE OF ORGANIZATION Ites					
NUMBER OF SHARES BENEFICIALLY		6	SOLE VOTING POWER 0 SHARED VOTING POWER 803,925					
REPO PE: W	NED BY ORTING RSON VITH	8	SOLE DISPOSITIVE POWER 0 SHARED DISPOSITIVE POWER 803,925					
9	9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 803,925							
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: □							
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							

Neither the filing of this statement on Schedule 13G nor any of its contents shall be deemed to constitute an admission by Arnold L. Oronsky that he is the beneficial owner of any of the Common Stock referred to herein for purposes of Section 13(d) of the Securities Exchange Act of 1934, as amended, or for any other purpose, and such beneficial ownership is expressly disclaimed, except to the extent of his pecuniary interest.

5.7%

IN

12

TYPE OF REPORTING PERSON

Page 10 of 15 Pages

ITEM 1.

a) NAME OF ISSUER: Xenon Pharmaceuticals, Inc.

(b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICE:

200–3650 Gilmore Way, Burnaby, British Columbia, Canada V5G 4W8

ITEM 2.

(a) NAME OF PERSON(S) FILING:

InterWest Partners VII, LP ("IWP VII")
InterWest Investors VII, LP ("II VII")

InterWest Management Partners VII, LLC ("IMP VII")

Harvey B. Cash ("Cash")

Philip T. Gianos ("Gianos")

W. Stephen Holmes III ("Holmes")

Nina S. Kjellson ("Kjellson")

Gilbert H. Kliman ("Kliman")

Arnold L. Oronsky ("Oronsky")

(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

2710 Sand Hill Road, Suite 200, Menlo Park, CA 94025

CITIZENSHIP/PLACE OF ORGANIZATION:

IWP VII: California II VII: California IMP VII: California Cash: United States Gianos: United States Holmes: **United States United States** Kjellson: Kliman: **United States** Oronsky: **United States**

Page 11 of 15 Pages

- (d) TITLE OF CLASS OF SECURITIES: Common Stock
- (e) CUSIP NUMBER: 98420N105

ITEM 3. NOT APPLICABLE.

ITEM 4. OWNERSHIP.

	IWP VII	II VII	IMP VII (1)
Beneficial Ownership	767,187	36,738	803,925
Percentage of Class	5.4%	0.3%	5.7%
Sole Voting Power	767,187	36,738	803,925
Shared Voting Power	0	0	0
Sole Dispositive Power	767,187	36,738	803,925
Shared Dispositive Power	0	0	0
	Cash (2)	Gianos (2)	Holmes (2)
Beneficial Ownership	803,925	803,925	803,925
Percentage of Class	5.7%	5.7%	5.7%
Sole Voting Power	0	0	0
Shared Voting Power	803,925	803,925	803,925
Sole Dispositive Power	0	0	0
Shared Dispositive Power	803,925	803,925	803,925
D ('.'.) O 1'	Kjellson (3)	Kliman (2)	Oronsky (2)
Beneficial Ownership	804,639	803,925	803,925
Percentage of Class	5.7%	5.7%	5.7%
Sole Voting Power	714	0	0
Shared Voting Power	803,925	803,925	803,925
Sole Dispositive Power	714	0	0
Shared Dispositive Power	803,925	803,925	803,925

- (1) IMP VII is the general partner of IWP VII and II VII.
- (2) Cash, Gianos, Holmes, Kliman, and Oronsky are Managing Directors of IMP VII and share voting and investment control over shares held by IWP VII and II VII. Beneficial ownership is expressly disclaimed, except to the extent of their pecuniary interest.
- (3) Kjellson is an Agent of IMP VII with no beneficial ownership of shares held by IWP VII or II VII. The total above includes options exercisable for 714 shares common stock within 60 days of 12/31/14, received while a Director of the Issuer.

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Under certain circumstances set forth in the limited liability company operating agreement of IMP VII, the members of such limited liability company have the right to receive dividends from, or the proceeds from the sale of, the common stock of Issuer beneficially owned by such limited liability company.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

No reporting person is a member of a group as defined in section 240.13d-1(b)(1)(iii)(H) of the Act.

ITEM 9. NOTICE OF DISSOLUTION OF THE GROUP.

Not applicable.

ITEM 10. CERTIFICATION.

Not applicable.

EXHIBITS

Joint Filing Statement attached as Exhibit A.

Page 13 of 15 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 13, 2015

INTERWEST PARTNERS VII, LP

By: /s/ Harvey B. Cash

By: InterWest Management Partners VII, LLC
its General Partner

By: /s/ W. Stephen Holmes

Name: Philip T. Gianos

Philip T. Gianos

By: /s/ W. Stephen Holmes
Name: W. Stephen Holmes III

•

By: /s/ Gilbert H. Kliman
Name: Gilbert H. Kliman

By: /s/ Arnold L. Oronsky
Name: Arnold L. Oronsky

By: /s/ Nina S. Kjellson

Name: Nina S. Kjellson

INTERWEST MANAGEMENT PARTNERS VII, LLC

By: /s/ W. Stephen Holmes
Managing Director

INTERWEST INVESTORS VII, LP

By: /s/ W. Stephen Holmes
Managing Director

its General Partner

By: InterWest Management Partners VII, LLC

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EXHIBIT A

Joint Filing Statement

We, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of each of us.

Date: February 13, 2015

	INTERWEST PARTNERS VII, LP
vey B. Cash	By: InterWest Management Partners VII, LLC
y B. Cash	its General Partner
lip T. Gianos	By: /s/ W. Stephen Holmes
T. Gianos	Managing Director
	INTERWEST INVESTORS VII, LP
Stephen Holmes	INTERNIZOT INVESTORO VII, EI
phen Holmes III	
	By: InterWest Management Partners VII, LLC its General Partner
bert H. Kliman	
t H. Kliman	By: /s/ W. Stephen Holmes
	Managing Director
nold L. Oronsky	
d L. Oronsky	
	INTERWEST MANAGEMENT PARTNERS VII, LLC
a S. Kjellson	By: /s/ W. Stephen Holmes
S. Kjellson	Managing Director
	y B. Cash lip T. Gianos T. Gianos Stephen Holmes phen Holmes III Dert H. Kliman t H. Kliman old L. Oronsky I L. Oronsky a S. Kjellson

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