

DYNAVAX TECHNOLOGIES CORP
Form 8-A12B
November 06, 2008

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES

PURSUANT TO SECTION 12(b) OR (g) OF THE

SECURITIES EXCHANGE ACT OF 1934

DYNAVAX TECHNOLOGIES CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State of Incorporation or Organization)

33-0728374
(I.R.S. Employer
Identification no.)

2929 Seventh Street, Suite 100

Berkeley, CA
(Address of principal executive offices)

94710-2753
(Zip code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following.

Securities Act registration statement number to which this form relates:

(if applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

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Title of Each Class to
be so Registered

Preferred Share Purchase Rights

Securities to be registered pursuant to Section 12(g) of the Act: **None**

Name of Each Exchange on Which
Each Class is to be Registered

The NASDAQ Stock Market LLC

Item 1. Description of Registrant's Securities to be Registered.

A description of the Preferred Share Purchase Rights being registered hereunder is contained in Item 3.03 of the Registrant's Current Report on Form 8-K filed with the Securities and Exchange Commission on November 5, 2008, and is incorporated herein by reference.

Item 2. Exhibits.

| Exhibit Number | Description |
|-----------------------|--|
| Exhibit 1 | Form of Certificate of Designation of Series A Junior Participating Preferred Stock (1) |
| Exhibit 2 | Rights Agreement dated as of November 5, 2008, by and between the Company and Mellon Investor Services LLC (1) |
| Exhibit 3 | Form of Right Certificate (1) |

(1) Incorporated by reference to the Company's Current Report on Form 8-K (File No. 000-50577), as filed with the Securities and Exchange Commission on November 6, 2008.

2.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: November 5, 2008

DYNAVAX TECHNOLOGIES CORPORATION

By: /s/ Dino Dina, M.D.
Dino Dina, M.D.

President and Chief Executive Officer

3.

EXHIBIT INDEX

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