

SEATTLE GENETICS INC /WA

Form 4

May 27, 2016

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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
SIEGALL CLAY B

2. Issuer Name **and** Ticker or Trading
Symbol
SEATTLE GENETICS INC /WA
[SGEN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
21823 30TH DRIVE SE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/25/2016

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

BOTHELL, WA 98021

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(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 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)
Common Stock	05/25/2016		M	7,768	A \$ 10.2	563,883	D
Common Stock	05/25/2016		S ⁽¹⁾	7,768	D \$ 40.5105	556,115 ⁽³⁾	D
Common Stock	05/25/2016		M	28,970	A \$ 10.29	585,085	D
Common Stock	05/25/2016		S ⁽¹⁾	28,970	D \$ 40.5105	556,115 ⁽³⁾	D
	05/26/2016		M	1,130	A \$ 10.29	557,245	D

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Common
Stock

Common Stock	05/26/2016	S ⁽¹⁾	1,130	D	\$ 40.0743 ⁽²⁾	556,115 ⁽³⁾	D
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Common Stock	05/27/2016	M	10,792	A	\$ 10.29	566,907	D
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Common Stock	05/27/2016	S ⁽¹⁾	10,792	D	\$ 40.1047 ⁽²⁾	556,115 ⁽³⁾	D
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Common Stock						27,945	I	by Trust
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 10.2	05/25/2016		M	7,768	⁽⁴⁾ 05/25/2017	Common Stock	7,768
Non-Qualified Stock Option (right to buy)	\$ 10.29	05/25/2016		M	28,970	⁽⁵⁾ 08/28/2017	Common Stock	28,970
Non-Qualified Stock Option (right to buy)	\$ 10.29	05/26/2016		M	1,130	⁽⁵⁾ 08/28/2017	Common Stock	1,130
Non-Qualified Stock Option (right to buy)	\$ 10.29	05/27/2016		M	10,792	⁽⁵⁾ 08/28/2017	Common Stock	10,792

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIEGALL CLAY B 21823 30TH DRIVE SE BOTHELL, WA 98021	X		President and CEO	

Signatures

/s/ Jean Liu 05/27/2016

Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The sales reported in this Form 4 were affected pursuant to a Rule 10b5-1 trading plan.
- (2) Sale price represents a weighted average price for all shares sold on this day, which are within a \$1.00 range.
- (3) Amount of securities beneficially owned following reported transactions includes restricted stock units subject to vesting.
- (4) Shares vested at a rate of 25% on 5/25/08 and monthly thereafter until all the shares were fully vested on 5/25/11.
- (5) Shares vested at a rate of 25% on 8/28/08 and monthly thereafter until all the shares were fully vested on 8/28/11.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.