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GENENTEC Form 4											
April 18, 200										PPROVAL	
	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						N OMB Number:	3235-0287			
Check th if no long subject to Section 1 Form 4 o Form 5	ger STATEN 6. r	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated burden hou response	urs per	
obligatio may cont See Instru 1(b).	ns Section 17(a) of the H	Public U		lding C	Compan	y Act	nge Act of 1934, of 1935 or Secti 1940			
(Print or Type I	Responses)										
RICHMOND MARK SIR Sy			2. Issuer Name and Ticker or Trading Symbol GENENTECH INC [DNA]				ing	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of Earliest Transaction (Ch				eck all applicabl	ck all applicable)			
			(Month/Day/Year) 04/14/2005					X_ Director 10% Owner Officer (give title Other (specify below) below)			
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
SO SAN FR	RANCISCO, CA	94080						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivat	ive Secu	rities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	Dispos (Instr.	red (A) o sed of (D 3, 4 and (A) or)	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)	
Reminder: Rep	ort on a separate line	e for each cla	ass of sec	urities bene	Per	rsons w ormatio	ho res	or indirectly. spond to the colle tained in this form ond unless the fo	n are not	SEC 1474 (9-02)	

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Ar
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onDerivative	Expiration Date	Underlying Se
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

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	Derivative Security			or Dispose (D) (Instr. 3, 4, and 5)			
			Code V	7 (A)	(D) Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 58.63	04/14/2005	А	20,000	04/14/2005 <u>(1)</u>	04/14/2015	Common Stock

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
RICHMOND MARK SIR 1 DNA WAY SO SAN FRANCISCO, CA 94080	Х						
Signatures							
By: Karen L. Strand, Attorney-in-Fa Richmond	04/18/2005						
<u>**Signature of Reporting Per</u>	son			Date			

**Signature of Reporting Person

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).

This stock option vests over one year, with the first 50% of the shares vesting six months from the grant date and the remaining 50% (1)vesting ratably over the following six months. This option may be immediately exercisable with the consent of Genentech.

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.