

LARSON JOHN WILLIAM  
Form 4  
July 03, 2012

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LARSON JOHN WILLIAM

2. Issuer Name and Ticker or Trading Symbol  
SANGAMO BIOSCIENCES INC  
[SGMO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
07/02/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)

C/O SANGAMO BIOSCIENCES INC., POINT RICHMOND TECH CNTR, 501 CANAL BLVD

(Street)

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

RICHMOND, CA 94804

(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)
				(A) or (D) Code V Amount (D) Price			
Common Stock	07/02/2012		S <sup>(1)</sup>	1,541 D \$ 5.2	296,619	D	
Common Stock	07/02/2012		S <sup>(1)</sup>	200 D \$ 5.2001	296,419	D	
Common Stock	07/02/2012		S <sup>(1)</sup>	100 D \$ 5.205	296,319	D	
Common Stock	07/02/2012		S <sup>(1)</sup>	400 D \$ 5.21	295,919	D	
	07/02/2012		S <sup>(1)</sup>	100 D \$ 5.215	295,819	D	

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Common Stock								
Common Stock	07/02/2012	S <sup>(1)</sup>	1,473	D	\$ 5.22	294,346	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	100	D	\$ 5.2201	294,246	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	1,927	D	\$ 5.23	292,319	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	100	D	\$ 5.2301	292,219	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	100	D	\$ 5.235	292,119	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	4,100	D	\$ 5.24	288,019	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	1,600	D	\$ 5.25	286,419	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	2,500	D	\$ 5.26	283,919	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	359	D	\$ 5.27	283,560	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	100	D	\$ 5.28	283,460	D	
Common Stock	07/02/2012	S <sup>(1)</sup>	300	D	\$ 5.29	283,160	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Title			

Date	Expiration	Amount
Exercisable	Date	or
		Number
		of
		Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LARSON JOHN WILLIAM C/O SANGAMO BIOSCIENCES INC. POINT RICHMOND TECH CNTR, 501 CANAL BLVD RICHMOND, CA 94804	X			

## Signatures

/s/ John W.  
Larson

07/02/2012

\*\*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 effected pursuant to the Rule 10b5-1 trading plan adopted by the Reporting Person on March 30, 2012.

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.