

SEATTLE GENETICS INC /WA

Form 4

August 30, 2013

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SIMPSON TODD E

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)
08/27/2013

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
Chief Financial Officer

BOTHELL, WA 98021

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
____ 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/27/2013		M		2,972	A	\$ 12.16 128,001
Common Stock	08/27/2013		S		2,972	D	\$ 41.4476 125,029
Common Stock	08/27/2013		M		5,625	A	\$ 12 130,654
Common Stock	08/27/2013		S		5,625	D	\$ 41.4476 125,029
Common Stock	08/27/2013		M		4,166	A	\$ 15.46 129,195

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Common Stock	08/27/2013	S	4,166	D	\$ 41.4476	125,029	D
Common Stock	08/27/2013	M	12,500	A	\$ 26.1	137,529	D
Common Stock	08/27/2013	S	12,500	D	\$ 41.4476	125,029	D
Common Stock	08/27/2013	M	12,500	A	\$ 26.1	137,529	D
Common Stock	08/27/2013	S	12,500	D	\$ 41.4476	125,029	D
Common Stock	08/28/2013	M	13,126	A	\$ 10.29	138,155	D
Common Stock	08/28/2013	M	9,017	A	\$ 11.09	147,172	D
Common Stock	08/28/2013	M	8,223	A	\$ 12.16	155,395	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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 10.29	08/28/2013		M	13,126	(1) 08/28/2017	Common Stock	13,126
Incentive Stock Option (right to buy)	\$ 11.09	08/28/2013		M	9,017	(2) 08/27/2018	Common Stock	9,017
Incentive Stock Option (right to buy)	\$ 12.16	08/28/2013		M	8,223	(3) 08/25/2019	Common Stock	8,223

Non-Qualified Stock Option (right to buy)	\$ 12	08/27/2013	M	5,625	<u>(4)</u>	08/27/2020	Common Stock	5,6
Non-Qualified Stock Option (right to buy)	\$ 12.16	08/27/2013	M	2,972	<u>(3)</u>	08/25/2019	Common Stock	2,9
Non-Qualified Stock Option (right to buy)	\$ 15.46	08/27/2013	M	4,166	<u>(5)</u>	08/24/2021	Common Stock	4,1
Non-Qualified Stock Option (right to buy)	\$ 26.1	08/27/2013	M	12,500	<u>(6)</u>	08/20/2022	Common Stock	12,5
Non-Qualified Stock Option (right to buy)	\$ 26.1	08/27/2013	M	12,500	<u>(6)</u>	08/20/2022	Common Stock	12,5

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIMPSON TODD E 21823 30TH DRIVE SE BOTHELL, WA 98021			Chief Financial Officer	

Signatures

Todd E.
Simpson

08/28/2013

 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) 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.
- (2) Shares vested at a rate of 25% on 8/27/09 and monthly thereafter until all the shares were fully vested on 8/27/12.
- (3) Shares shall vest at a rate of 25% on 8/25/10 and monthly thereafter until all the shares are fully vested on 8/25/13.
- (4) Shares shall vest at a rate of 25% on 8/27/11 and monthly thereafter until all the shares are fully vested on 8/27/14.
- (5) Shares shall vest at a rate of 25% on 8/24/12 and monthly thereafter until all the shares are fully vested on 8/24/15.
- (6) Shares shall vest at a rate of 25% on August 20, 2013 and monthly thereafter until all the shares are fully vested on August 20, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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