

SIEGALL CLAY B
Form 4
August 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 *
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)
08/01/2012

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)
				(A) or (D)	Price		
Common Stock	08/01/2012		M	5,792	A \$ 3.3	1,102,503	D
Common Stock	08/01/2012		S ⁽¹⁾	5,792	D \$ 26.041	1,096,711 ⁽³⁾	D
Common Stock	08/01/2012		M	2,000	A \$ 10.33	1,098,711	D
Common Stock	08/01/2012		S ⁽¹⁾	2,000	D \$ 26.041	1,096,711 ⁽³⁾	D
	08/02/2012		M	458	A \$ 3.3	1,097,169	D

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Common
Stock

Common Stock	08/02/2012		<u>S</u> ⁽¹⁾	458	D	\$ 25.219	1,096,711 <u>(3)</u>	D
						<u>(4)</u>		

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.

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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 (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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 3.3	08/01/2012		M	5,792	01/31/2004 ⁽⁵⁾ 01/31/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 3.3	08/02/2012		M	458	01/31/2004 ⁽⁵⁾ 01/31/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 10.33	08/01/2012		M	2,000	01/30/2005 ⁽⁶⁾ 02/17/2014	Common Stock

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

Clay B. Siegall

08/03/2012

**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 a Rule 10b5-1 trading plan adopted by Dr. Siegall and described in a Form 8-K filed on June 15, 2012.
 - (2) 26.0410 represents an average price per share for the shares sold on 8/1/2012. The sell price for shares sold on this day ranged from \$25.67 to \$26.43.
 - (3) Amount of securities beneficially owned following reported transactions includes 78,137 Restricted Stock Units subject to vesting.
 - (4) 25.2190 represents an average price per share for the shares sold on 8/2/2012. The sell price for shares sold on this day ranged from \$25.10to \$25.46.
 - (5) 25% of the shares vested on 1/31/04. The remainder vested monthly thereafter until all shares were fully vested on 1/31/07.
 - (6) 25% of the shares vested on 1/20/05. The remainder vested monthly thereafter until all shares were full vested on 1/30/08.

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.