### Edgar Filing: SEATTLE GENETICS INC /WA - Form 3

#### SEATTLE GENETICS INC /WA

Form 3

April 23, 2012

# FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement SEATTLE GENETICS INC /WA [SGEN]  **BAKER BROS ADVISORS** (Month/Day/Year) 04/12/2012 LLC 4. Relationship of Reporting (Last) (First) (Middle) 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 667 MADISON AVENUE 21ST (Check all applicable) **FLOOR** (Street) 6. Individual or Joint/Group \_\_X\_\_ 10% Owner \_X\_\_ Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Person NEW YORK, NYÂ US 10065 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Common Stock 0 See footnote (1) (2) (3) (4) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

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

required to respond unless the form displays a

currently valid OMB control number.

1. Title of Derivative Security
2. Date Exercisable and Securities Underlying Conversion Ownership Ownership Operivative Security

2. Date Exercisable and Securities Underlying Ownership Operivative Security

3. Title and Amount of Securities Underlying Ownership Ownership Operivative Security

4. Securities Underlying Ownership Ownership Operivative Security

5. Ownership Ownership Ownership Ownership Operivative Security

6. Nature of Indirect Ownership Ownership Ownership Operivative Security

8. Date Exercisable and Securities Underlying Ownership Ownershi

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Price of Derivative (Instr. 4) Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Number of or Indirect Shares (I) (Instr. 5)

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

BAKER BROS ADVISORS LLC

667 MADISON AVENUE 21ST FLOOR Â X Â X Â

NEW YORK, NYÂ US 10065

## **Signatures**

BAKER BROS. ADVISORS, LLC, Name: Scott L. Lessing, Title: President /s/ Scott L. Lessing

04/23/2012

\*\*Signature of Reporting Person

Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
  - Baker Bros. Advisors, LLC ("the Adviser") serves as the Investment Adviser to Baker Brothers Life Sciences, L.P. (direct holder of 15,131,223 shares), 14159, L.P. (direct holder of 323,148 shares), 667, L.P. (direct holder of 4,966,001 shares), Baker Bros.
- (1) Investments II, L.P. (direct holder of 272,635 shares), Baker Bros. Investments, L.P. (direct holder of 266,495 shares), and Baker Tisch Investments, L.P. (direct holder of 450,461 shares) ("the Funds"). In connection with the services provided by the Adviser, the Adviser receives an asset based management fee that does not confer any pecuniary interest.
- On April 12, 2012, the Adviser, the Funds, and the general partners of the Funds entered into an amended and restated management agreement which gave the Adviser complete and unlimited discretion and authority with respect to the Funds' investments and voting power over investments. The general partners of the Funds relinquished all discretion and authority with respect to the Funds' investments and voting power over investments.
- Julian C. Baker and Felix J. Baker each may be deemed to control the Adviser and to indirectly beneficially own the shares beneficially owned by it. Julian C. Baker and Felix J. Baker disclaim beneficial ownership of these securities, except to the extent of their pecuniary interest therein and this report shall not be deemed an admission that Felix J. Baker or Julian C. Baker is the beneficial owner of the above referenced securities for purposes of Section 16 or for any other purpose.
- The shares over which the Adviser is reporting have already been reported by Felix J. Baker and Julian C. Baker in their own Forms 3 and 4. In the future, the Adviser may jointly file Section 16 reports with Julian C. Baker and Felix J. Baker. Felix Baker is a Director of the Issuer.

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### **Remarks:**

For purposes of Section 16 of the Securities and Exchange Act of 1934, as amended (the "Exchange 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.

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