DYNAVAX TECHNOLOGIES CORP Form SC 13G November 21, 2012

SECURITIES & EXCHANGE COMMISSION
Washington, D.C. 20549
----SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED

PURSUANT TO RULE 13d-2

(Amendment No.) *

Dynavax Technologies Corp. (Name of Issuer)

Common Stock, \$.001 Par Value Per Share
 (Title of Class of Securities)

268158102 (CUSIP Number)

November 13, 2012 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [] Rule 13d-1(b)
- [x] Rule 13d-1(c)
- [] Rule 13d-1(d)

(Page 1 of 18 Pages)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.268158102

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(1)	NAMES OF REPORTING PERSONS HealthCor Management, L.P.					
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) [(b) [
(3)	SEC USE ONLY					
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware					
NUMBER OF	(5) SOLE VOTING POWER 0					
SHARES BENEFICIALL						
OWNED BY	16,400,000					
REPORTING						
PERSON WITH	(8) SHARED DISPOSITIVE POWER 16,400,000					
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 16,400,000					
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES(see instructions) []				
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.18%					
(12)	TYPE OF REPORTING PERSON (see instructions) PN					
CUSIP No. 2	68158102 13G Page 3 of 18 Pages					
(1)	NAMES OF REPORTING PERSONS HealthCor Associates, LLC					
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) [(b) [

	(3)	SEC	USE	ONLY		
	(4)		IZENS aware	SHIP OR PLACE OF ORGANIZATION		
NUMBER	OF		(5)	SOLE VOTING POWER 0		
SHARES						
BENEFI	CIALL	Y		SHARED VOTING POWER 16,400,000		
OWNED	ВҮ					
EACH			(7)	SOLE DISPOSITIVE POWER 0		
REPORT	ING					
PERSON	WITH			SHARED DISPOSITIVE POWER 16,400,000		
	(9)	ВУ		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON 000		
	(10)			DX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)	[]	
	(11)	1) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 9.18%				
	(12)			REPORTING PERSON (see instructions) nited liability company		
CUSIP	No. 20	6815	8102	13G Page 4 of 18 Pages		
	(1)			F REPORTING PERSONS or Offshore Master Fund, L.P.		
	(2)	CHE	CK TH	HE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)		
				• •	[X] []	
	(3)	SEC	USE	ONLY		
	(4)	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands				
 NUMBER	OF		(5)	SOLE VOTING POWER 0		
SHARES						
BENEFI	CIALL	Y	(6)	SHARED VOTING POWER		

OWNED BY		14,872,486				
EACH	(7)	SOLE DISPOSITIVE POWER 0				
REPORTING						
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 14,872,486				
E		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON 486				
		OX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)	[]			
E		OF CLASS REPRESENTED INT IN ROW (9)				
	YPE OF	REPORTING PERSON (see instructions)				
CUSIP No. 268	3158102	13G Page 5 of 18 Pages				
, ,		F REPORTING PERSONS for Offshore GP, LLC				
(2) C	 CHECK T	· /	[X]			
(3)	SEC USE	ONLY				
	CITIZEN Delawar	SHIP OR PLACE OF ORGANIZATION				
NUMBER OF	(5)	SOLE VOTING POWER 0				
SHARES						
BENEFICIALLY	(6)	SHARED VOTING POWER				
OWNED BY		14,872,486				
EACH	(7)	SOLE DISPOSITIVE POWER 0				
REPORTING						
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 14,872,486				

(9)	BY		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON 486		
(10	,		OX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)		[]
(11	ВҮ		OF CLASS REPRESENTED NT IN ROW (9)		
(12			REPORTING PERSON (see instructions) mited liability company		
CUSIP No.	2681	58102	13G Page 6 of 18	Pages	
(1)			F REPORTING PERSONS or Hybrid Offshore Master Fund, L.P.		
(2)	CH	ECK T	HE APPROPRIATE BOX IF A MEMBER OF A GROUP		
			(see instructions)	(a) (b)	[X]
(3)	SE	C USE	ONLY		
(4)			SHIP OR PLACE OF ORGANIZATION Islands		
NUMBER OF		(5)	SOLE VOTING POWER 0		
SHARES					
BENEFICIA	LLY	(6)	SHARED VOTING POWER 702,514		
OWNED BY			`		
EACH		(7)	SOLE DISPOSITIVE POWER 0		
REPORTING					
PERSON WI	TH	(8)	SHARED DISPOSITIVE POWER 702,514		
(9)	BY		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON		
(10	IN	ROW	OX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)		
(11) PE	RCENT	OF CLASS REPRESENTED NT IN ROW (9)		

(12)	TYPE PN	OF REPORTIN	IG PERSON (see ins	tructions)		
CUSIP No. 2	681581	L02	13G	G Page 7 of 18 Pages		
(1)		G OF REPORTI	ING PERSONS Offshore GP, LLC			
(2)	CHECE	THE APPROE	PRIATE BOX IF A ME	MBER OF A GROUP e instructions)	(a) [X] (b) []	
(3)	SEC U	JSE ONLY				
(4)	CITIZ Delaw		LACE OF ORGANIZAT	ION		
NUMBER OF	([5) SOLE VOI 0	ING POWER			
SHARES						
BENEFICIALL	Υ (6	5) SHARED V 702,514	OTING POWER			
OWNED BY						
EACH	(7	7) SOLE DIS 0	SPOSITIVE POWER			
REPORTING						
PERSON WITH	(8	3) SHARED 1 702,514	DISPOSITIVE POWER			
(9)		ACH REPORTIN	BENEFICIALLY OWN	ED		
(10)			AGGREGATE AMOUNT	S(see instructions)	[]	
(11)		MOUNT IN ROW	REPRESENTED (9)			
(12)			IG PERSON (see insability company	tructions)		
CUSIP No. 2	681581	102	13G	Page 8 of 18 P	ages	
(1)		G OF REPORTI				

(2)	CHECK 1	THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) [X] (b) []
(3)	SEC USE	C ONLY	
(4)	CITIZEN Delawar	ISHIP OR PLACE OF ORGANIZATION	
NUMBER OF	(5)	SOLE VOTING POWER 0	
SHARES			
BENEFICIALI	LY (6)	SHARED VOTING POWER 16,400,000	
OWNED BY			
EACH	(7)	SOLE DISPOSITIVE POWER 0	
REPORTING			
PERSON WITH	H (8)	SHARED DISPOSITIVE POWER 16,400,000	
(9)		ATE AMOUNT BENEFICIALLY OWNED H REPORTING PERSON 000	
(10)		BOX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)	[]
(11)		OF CLASS REPRESENTED JNT IN ROW (9)	
(12)		REPORTING PERSON (see instructions) mited liability company	
CUSIP No. 2	268158102	Page 9 of	18 Pages
(1)	NAMES (Arthur	OF REPORTING PERSONS Cohen	
(2)	CHECK T	CHE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) [X] (b) []
(3)	SEC USE	ONLY	(5) []
		SHIP OR PLACE OF ORGANIZATION	
	United	States	
NUMBER OF	(5)	SOLE VOTING POWER	

		0	
SHARES			
BENEFICIALLY	(6)	SHARED VOTING POWER	
OWNED BY		16,400,000	
EACH	(7)	SOLE DISPOSITIVE POWER 0	
REPORTING			
PERSON WITH		SHARED DISPOSITIVE POWER 16,400,000	
ВУ		ATE AMOUNT BENEFICIALLY OWNED H REPORTING PERSON ,000	
		BOX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)	[]
ВУ		F OF CLASS REPRESENTED UNT IN ROW (9)	
(12) TY IN		F REPORTING PERSON (see instructions)	
CUSIP No. 2681(1) NA		2 13G Page 10 of 18 Page 20 of	jes
Jo	seph	Healey	
(2) CH	ECK I		(a) [X] (b) []
(3) SE	C USE	E ONLY	
. , -		NSHIP OR PLACE OF ORGANIZATION States	
NUMBER OF	(5)	SOLE VOTING POWER 0	
SHARES			
	(6)	SHARED VOTING POWER 16,400,000	
OWNED BY EACH	(7)	SOLE DISPOSITIVE POWER	
REPORTING			

PERSON W	ITH	(8)	SHARED DISPOSITIVE POWER 16,400,000	
(9)		TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON 000	
(1	0)		DX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)	[]
(1	1)		OF CLASS REPRESENTED NT IN ROW (9)	
(1	2)	TYPE OF	REPORTING PERSON (see instructions)	
CUSIP No	. 26	8158102	13G Page 11 of	18 Pages
(1)		F REPORTING PERSONS OF Long Offshore Master Fund, L.P.	
(2)	CHECK TI	HE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions)	(a) [X] (b) []
(3)	SEC USE	ONLY	
(4		CITIZEN: Delaware	SHIP OR PLACE OF ORGANIZATION	
NUMBER O	 F	(5)	SOLE VOTING POWER 0	
SHARES				
BENEFICI OWNED BY		(6)	SHARED VOTING POWER 825,000	
EACH		(7)	SOLE DISPOSITIVE POWER 0	
REPORTIN	G			
PERSON W	ITH		SHARED DISPOSITIVE POWER 825,000	
(9)	BY EACH 825,000	TE AMOUNT BENEFICIALLY OWNED REPORTING PERSON	
(1		CHECK BO	OX IF THE AGGREGATE AMOUNT (9) EXCLUDES CERTAIN SHARES(see instructions)	
(1	1)	PERCENT	OF CLASS REPRESENTED	

BY AMOUNT IN ROW (9) 0.46% (12) TYPE OF REPORTING PERSON (see instructions) CUSIP No. 268158102 13G Page 12 of 18 Pages (1) NAMES OF REPORTING PERSONS HealthCor Long Master GP, LLC (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (see instructions) (a) [X] (b) [] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware NUMBER OF (5) SOLE VOTING POWER 0 SHARES BENEFICIALLY (6) SHARED VOTING POWER 825,000 ______ OWNED BY (7) SOLE DISPOSITIVE POWER EACH 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 825,000 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 825**,**000 (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.46% (12) TYPE OF REPORTING PERSON (see instructions) 00 - limited company ._____

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- Name of Issuer: Item 1(a). Dynavax Technologies Corp.
- Item 1(b). Address of Issuer's Principal Executive Offices: 2929 Seventh Street, Suite 100, Berkeley, CA 94710
- Item 2(a, b, c). Name of Person Filing:
 - (i) HealthCor Management, L.P., a Delaware limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (ii) HealthCor Associates, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (iii) HealthCor Offshore Master Fund, L.P., a Cayman Islands limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (iv) HealthCor Offshore GP, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (v) HealthCor Hybrid Offshore Master Fund, L.P., a Cayman Islands limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (vi) HealthCor Hybrid Offshore GP, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (vii) HealthCor Group, LLC, a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (viii) Joseph Healey, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019;
 - (ix) Arthur Cohen, 12 South Main Street, #203 Norwalk, Ct 06854;
 - (x) HealthCor Long Offshore Master Fund, L.P., a Cayman Islands limited partnership, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019; and
 - (xi) HealthCor Long Master GP, LLC., a Delaware limited liability company, Carnegie Hall Tower, 152 West 57th Street, 43rd Floor, New York, New York 10019.

Both Mr. Healey and Mr. Cohen are United States citizens.

The persons at (i) through (xi) above are collectively referred to herein as the "Reporting Persons".

Item 2(d). Title of Class of Securities: Common Stock, \$.001 Par Value
Per Share(the "Common Stock")

Item 2(e). CUSIP Number: 268158102

Item 3. Not applicable.

Item 4. Ownership.

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person.

Collectively, HealthCor Offshore Master Fund, L.P., HealthCor Hybrid Offshore Master Fund, L.P., and HealthCor Long Offshore Master Fund, L.P. (each a "Fund" and together, the "Funds") are the beneficial owners of a total of 16,400,000 shares of the Common Stock of the Issuer.

HealthCor Offshore GP, LLC is the general partner of HealthCor Offshore Master Fund, L.P. Accordingly, HealthCor Offshore GP, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Offshore Master Fund, L.P. HealthCor Group, LLC is the general partner of HealthCor Offshore GP, LLC and, therefore, may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Offshore Master Fund, L.P.

HealthCor Hybrid Offshore GP, LLC is the general partner of HealthCor Hybrid Offshore Master Fund, L.P. Accordingly, HealthCor Hybrid Offshore GP, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Hybrid Offshore Master Fund, L.P. HealthCor Group, LLC is the general partner of HealthCor Hybrid Offshore GP, LLC and, therefore, may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Hybrid Offshore Master Fund, L.P.

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HealthCor Long Master GP, LLC is the general partner of HealthCor Long Offshore Master Fund, L.P. Accordingly, HealthCor Long Master GP, LLC may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Long Offshore Master Fund, L.P. HealthCor Group, LLC is the general partner of HealthCor Long Master GP, LLC and, therefore, may be deemed to beneficially own the shares of Common Stock that are beneficially owned by HealthCor Long Offshore Master Fund, L.P.

By virtue of its position as the investment manager of the Funds, HealthCor Management, L.P. may be deemed a beneficial owner of all the shares of Common Stock owned by the Funds. HealthCor Associates, LLC is the general partner of HealthCor Management, L.P. and thus may also be deemed to beneficially own the shares of Common Stock that are beneficially owned by the Funds.

As the Managers of HealthCor Associates, LLC, Arthur Cohen and Joseph Healey exercise both voting and investment power with respect to the shares of Common Stock reported herein, and therefore each may be deemed a beneficial owner of such Common Stock.

Each of the Reporting Persons hereby disclaims any beneficial ownership of any such shares of Common Stock in excess of their actual pecuniary interest therein.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6.

Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable

Item 8. Identification and Classification of Members of the Group. See Exhibit I.

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Item 9. Notice of Dissolution of Group.
Not Applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits:

Exhibit I: Joint Acquisition Statement, dated as of November 21, 2012.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

DATED: November 21, 2012

HEALTHCOR MANAGEMENT, L.P.

By: HealthCor Associates, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR OFFSHORE GP, LLC, for itself and as general partner of behalf of HEALTHCOR OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR HYBRID OFFSHORE GP, LLC, for itself and as general partner of behalf of HEALTHCOR HYBRID OFFSHORE MASTER FUND, L.P. $\,$

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

CUSIP No. 268158102

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HEALTHCOR LONG MASTER GP, LLC, for itself and as general partner of behalf of HEALTHCOR LONG OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR ASSOCIATES, LLC

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR GROUP, LLC

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

JOSEPH HEALEY, Individually

/s/ Joseph Healey

ARTHUR COHEN, Individually

/s/ Arthur Cohen

EXHIBIT 1

JOINT ACQUISITION STATEMENT PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

Dated: November 21, 2012

HEALTHCOR MANAGEMENT, L.P.

By: HealthCor Associates, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR OFFSHORE GP, LLC, for itself and as general partner of behalf of HEALTHCOR OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR HYBRID OFFSHORE GP, LLC, for itself and as general partner of behalf of HEALTHCOR HYBRID OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR LONG MASTER GP, LLC, for itself and as general partner of behalf of HEALTHCOR LONG OFFSHORE MASTER FUND, L.P.

By: HealthCor Group, LLC, its general partner

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

HEALTHCOR ASSOCIATES, LLC

By: /s/ John H. Coghlin

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Name: John H. Coghlin Title: General Counsel

HEALTHCOR GROUP, LLC

By: /s/ John H. Coghlin

Name: John H. Coghlin Title: General Counsel

JOSEPH HEALEY, Individually

/s/ Joseph Healey

ARTHUR COHEN, Individually

/s/ Arthur Cohen
