

ROSENBERG MORRIS

Form 4

March 15, 2012

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 *
ROSENBERG MORRIS

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)
03/13/2012

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Process Sciences

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	03/13/2012		M		8,750	A	\$ 3.3	26,393 D
Common Stock	03/13/2012		S		8,750	D	\$ 18.5875 (1)	17,643 (2) D
Common Stock	03/13/2012		M		7,813	A	\$ 10.33	25,456 D
Common Stock	03/13/2012		S		7,813	D	\$ 18.5875 (1)	17,643 (2) D
	03/13/2012		M		7,187	A	\$ 10.33	24,830 D

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Common
Stock

Common Stock	03/13/2012	S	7,187	D	\$ 18.5875 (1)	17,643 (2)	D
Common Stock	03/13/2012	M	9,315	A	\$ 6.74	26,958	D
Common Stock	03/13/2012	S	9,315	D	\$ 18.5875 (1)	17,643 (2)	D
Common Stock	03/13/2012	M	36,561	A	\$ 6.06	54,204	D
Common Stock	03/13/2012	S	36,561	D	\$ 18.5875 (1)	17,643 (2)	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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 10.33	03/13/2012		M	7,813	(3) 01/30/2014	Common Stock	7,813
Non-Qualified Stock Option (right to buy)	\$ 3.3	03/13/2012		M	8,750	(4) 01/31/2013	Common Stock	8,750
Non-Qualified Stock Option (right to buy)	\$ 6.06	03/13/2012		M	36,561	(5) 10/29/2014	Common Stock	36,561
	\$ 6.74	03/13/2012		M	9,315	(6) 08/20/2014		9,315

Common
Stock

\$ 10.33

03/13/2012

M

7.187

(3)

01/30/2014

Common
Stock

7.1

Reporting Owners

Relationships

Reporting Owner Name / Address

Director

10% Owner

Officer

Other

EVP, Process Sciences

Signatures

03/15/2012

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) \$18.5875 represents an average price per share for the shares sold on March 13, 2012. The sell price for shares sold on this day ranged from \$18.50 to \$18.82.
- (2) Amount of securities beneficially owned following reported transactions includes 17,643 Restricted Stock Units subject to vesting.
- (3) Shares shall vest at a rate of 25% on January 30, 2005 and monthly thereafter until all shares are fully vested on January 30, 2008.
- (4) 25% of the shares vested on 1/31/04. The remainder vested monthly thereafter until all shares were fully vested on 1/31/07.
- (5) Shares shall vest at a rate of 25% on 10/16/05 and monthly thereafter until all the shares are fully vested on 10/16/08.
- (6) Shares shall vest at a rate of 25% on 8/20/05 and monthly thereafter until all shares are fully vested 8/20/08.

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.