

SEATTLE GENETICS INC /WA
Form 4
July 15, 2013

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 *
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)
07/11/2013

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

BOTHELL, WA 98021

(City) (State) (Zip)

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

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	07/11/2013		M		1,486	A	\$ 12.16
Common Stock	07/11/2013		S ⁽¹⁾		1,486	D	\$ 36.94
Common Stock	07/11/2013		M		43,514	A	\$ 12
Common Stock	07/11/2013		S ⁽¹⁾		43,514	D	\$ 36.94
Common Stock	07/12/2013		M		18,361	A	\$ 12

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Common Stock	07/12/2013	S ⁽¹⁾	18,361	D	\$ 37.94	113,957 ⁽²⁾	D
Common Stock	07/12/2013	M	29,166	A	\$ 15.46	143,123	D
Common Stock	07/12/2013	S ⁽¹⁾	29,166	D	\$ 37.94	113,957 ⁽²⁾	D

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 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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 12	07/11/2013		M	43,514	⁽³⁾ 08/27/2020	Common Stock	43,514	
Non-Qualified Stock Option (right to buy)	\$ 12	07/12/2013		M	18,361	⁽³⁾ 08/27/2020	Common Stock	18,361	
Non-Qualified Stock Option (right to buy)	\$ 12.16	07/11/2013		M	1,486	⁽⁴⁾ 08/25/2019	Common Stock	1,486	
Non-Qualified Stock Option (right to buy)	\$ 15.46	07/12/2013		M	29,166	⁽⁵⁾ 08/24/2021	Common Stock	29,166	

Reporting Owners

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

BOTHELL, WA 98021

Signatures

Todd E.
Simpson

07/15/2013

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Simpson on May 30, 2013.
- (2) Amount of securities beneficially owned following reported transactions includes 41,220 Restricted Stock Units subject to vesting.
- (3) 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.
- (4) 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.
- (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.

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.