HALOZYME THERAPEUTICS INC

Form 4/A June 08, 2007

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

obligations

may continue.

See Instruction

Form 5

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Frost Gregory Ian

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

HALOZYME THERAPEUTICS INC [HALO]

(Check all applicable)

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 06/06/2007

10% Owner _X_ Director X_ Officer (give title Other (specify below) VP and Chief Scientific Off.

C/O HALOZYME THERAPEUTICS, INC., 11588 SORRENTO VALLEY ROAD, SUITE 17

(State)

(Street) 4. If Amendment, Date Original

(Zin)

Filed(Month/Day/Year)

Applicable Line)

06/08/2007

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

SAN DIEGO, CA 92121

(City)

(City)	(State)	Table Table	e I - Noi	n-D	erivative S	Securit	ties Acqu	ired, Disposed of	, or Beneficiall	y 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	06/06/2007		M		20,849	A	\$ 0.43	2,928,214	D	
Common Stock	06/06/2007		F		849	D	\$ 10.55	2,927,365	D	
Common Stock	06/06/2007		G	V	20,000	D	\$ 0	2,907,365	D	
Common Stock	06/06/2007		S(1)		200	D	\$ 10.5	2,907,165	D	

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Common Stock	06/06/2007	S(1)	1,000	D	\$ 2,906,165 D)
Common Stock	06/06/2007	S(1)	500	D	\$ 2,905,665 D)
Common Stock	06/06/2007	S(1)	1,400	D	\$ 2,904,265 D)
Common Stock	06/06/2007	S(1)	3,100	D	\$ 2,901,165 D)
Common Stock	06/06/2007	S <u>(1)</u>	2,097	D	\$ 2,899,068 D)
Common Stock	06/06/2007	S <u>(1)</u>	1,102	D	\$ 2,897,966 D)
Common Stock	06/06/2007	S(1)	2,403	D	\$ 2,895,563 D)
Common Stock	06/06/2007	S(1)	3,453	D	\$ 2,892,110 D)
Common Stock	06/06/2007	S(1)	2,200	D	\$ 2,889,910 D)
Common Stock	06/06/2007	S(1)	442	D	\$ 10.6 2,889,468 D)
Common Stock	06/06/2007	S(1)	200	D	\$ 2,889,268 D)
Common Stock	06/06/2007	S <u>(1)</u>	100	D	\$ 2,889,168 D)
Common Stock	06/06/2007	S <u>(1)</u>	100	D	\$ 2,889,068 D)
Common Stock	06/06/2007	S(1)	800	D	\$ 2,888,268 D)
Common Stock	06/06/2007	S <u>(1)</u>	300	D	\$ 10.7 2,887,968 D)
Common Stock	06/06/2007	S(1)	3	D	\$ 2,887,965 D)
Common Stock	06/06/2007	S <u>(1)</u>	600	D	\$ 2,887,365 D)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

 $\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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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. Transactic Code (Instr. 8)	5. Number of ciorDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration Date (Month/Day/Year) (A) ed of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options to Purchase Common Stock	\$ 0.43	06/06/2007		M		20,849	01/01/2006	11/11/2008	Common Stock	20,849

Reporting Owners

Reporting Owner Name / Address	Relationships						
Fr 8	Director	10% Owner	Officer	Other			
Frost Gregory Ian C/O HALOZYME THERAPEUTICS, INC. 11588 SORRENTO VALLEY ROAD, SUITE 17 SAN DIEGO, CA 92121	X		VP and Chief Scientific Off.				

Signatures

/s/ Gregory Ian
Frost

**Signature of Reporting Person

O6/08/2007

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) Shares purchased and sold, as applicable, under 10b5-1 Plan.

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.

Reporting Owners 3