

Reynolds Thomas C
Form 4
December 03, 2012

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 *
Reynolds Thomas C

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)
11/29/2012

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

BOTHELL, WA 98021

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

(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	(D)	Price
Common Stock	11/29/2012		M		9,675	A	\$ 12
Common Stock	11/29/2012		S		9,675	D	\$ 25.4571
Common Stock	11/29/2012		M		10,000	A	\$ 12
Common Stock	11/29/2012		S		10,000	D	\$ 25.25
Common Stock	11/29/2012		M		325	A	\$ 12

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Common Stock	11/29/2012	S	325	D	\$ 25.5	57,601 ⁽¹⁾	D
Common Stock	11/30/2012	M	9,477	A	\$ 12	67,078	D
Common Stock	11/30/2012	S	9,477	D	\$ 25.5	57,601 ⁽¹⁾	D
Common Stock	11/30/2012	M	523	A	\$ 12.16	58,124	D
Common Stock	11/30/2012	S	523	D	\$ 25.5	57,601 ⁽¹⁾	D
Common Stock	12/03/2012	M	10,000	A	\$ 12.16	67,601	D
Common Stock	12/03/2012	S	10,000	D	\$ 25.45	57,601 ⁽¹⁾	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 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	11/29/2012		M	9,675	⁽²⁾	08/27/2020	Common Stock	9,675
Non-Qualified Stock Option (right to buy)	\$ 12	11/29/2012		M	10,000	⁽²⁾	08/27/2020	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 12	11/29/2012		M	325	⁽²⁾	08/27/2020	Common Stock	325
Non-Qualified Stock Option	\$ 12	11/30/2012		M	9,477	⁽²⁾	08/27/2020	Common Stock	9,477

(right to buy)

Non-Qualified Stock Option (right to buy)	\$ 12.16	11/30/2012	M	523	<u>(3)</u>	08/25/2019	Common Stock	52
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Non-Qualified Stock Option (right to buy)	\$ 12.16	12/03/2012	M	10,000	<u>(3)</u>	08/25/2019	Common Stock	10,000
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Reynolds Thomas C 21823 30TH DRIVE SE BOTHHELL, WA 98021			Chief Medical Officer	

Signatures

Thomas C. Reynolds	12/03/2012
<u> </u> 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) Amount of securities beneficially owned following reported transactions includes 53,886 Restricted Stock Units subject to vesting.
- (2) 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.
- (3) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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