

SIEGALL CLAY B

Form 4

December 13, 2017

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

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 \*  
SIEGALL CLAY B

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/11/2017

Director  10% Owner  
 Officer (give title below)  Other (specify below)

President and CEO

21823 30TH DRIVE SE

(Street)

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

BOTHELL, WA 98021

(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)
Common Stock	12/11/2017		M	V Amount	\$ 2,945 A 11.09	690,091 <sup>(1)</sup>	D
Common Stock	12/11/2017		S <sup>(2)</sup>	V Amount	\$ 2,945 D 56.39 <sup>(3)</sup>	687,146 <sup>(1)</sup>	D
Common Stock	12/11/2017		M	V Amount	\$ 11,787 A 11.09	698,933 <sup>(1)</sup>	D
Common Stock	12/11/2017		S <sup>(2)</sup>	V Amount	\$ 11,787 D 55.57 <sup>(4)</sup>	687,146 <sup>(1)</sup>	D
	12/11/2017		M	V Amount	\$ 2,300 A	689,446 <sup>(1)</sup>	D

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Common Stock						\$ 11.09		
Common Stock	12/11/2017		S <sup>(2)</sup>	2,300	D	\$ 54.67 <u>(5)</u>	687,146 <u>(1)</u>	D
Common Stock	12/11/2017		M	1,800	A	\$ 11.09	688,946 <u>(1)</u>	D
Common Stock	12/11/2017		S <sup>(2)</sup>	1,800	D	\$ 53.62 <u>(6)</u>	687,146 <u>(1)</u>	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.**

SEC 1474  
(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
Non-Qualified Stock Option (right to buy)	\$ 11.09	12/11/2017		M	2,945	<u>(7)</u> 08/27/2018	Common Stock	2,945
Non-Qualified Stock Option (right to buy)	\$ 11.09	12/11/2017		M	11,787	<u>(7)</u> 08/27/2018	Common Stock	11,787
Non-Qualified Stock Option (right to buy)	\$ 11.09	12/11/2017		M	2,300	<u>(7)</u> 08/27/2018	Common Stock	2,300
Non-Qualified Stock Option (right to buy)	\$ 11.09	12/11/2017		M	1,800	<u>(7)</u> 08/27/2018	Common Stock	1,800

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIEGALL CLAY B 21823 30TH DRIVE SE BOTHHELL, WA 98021	X		President and CEO	

# Signatures

/s/ Jean Liu 12/13/2017

\_\_Signature of Date  
Reporting Person

# 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 restricted stock units subject to vesting.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.  
Reflects sales of common stock executed in multiple transactions at prices ranging from \$56.11 to \$56.84. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (3) Reflects sales of common stock executed in multiple transactions at prices ranging from \$55.10 to \$56.07. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (4) Reflects sales of common stock executed in multiple transactions at prices ranging from \$54.08 to \$55.06. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (5) Reflects sales of common stock executed in multiple transactions at prices ranging from \$53.08 to \$54.06. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (6) Shares vested at a rate of 25% on 8/27/09 and monthly thereafter until all the shares were fully vested on 8/27/12.

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.