

HALOZYME THERAPEUTICS INC  
 Form 4  
 December 23, 2013

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**RAMSAY DAVID A**

2. Issuer Name and Ticker or Trading Symbol  
**HALOZYME THERAPEUTICS INC [HALO]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**11388 SORRENTO VALLEY ROAD**

3. Date of Earliest Transaction (Month/Day/Year)  
**12/20/2013**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**VP, Chief Financial Officer**

(Street)  
**SAN DIEGO, CA 92121**

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 Ownership (Instr. 4)
			Code	V Amount (D) Price			
Common stock	12/20/2013		M	(1) 6,419 A \$ 0	243,154	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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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. Transaction Code	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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	12/20/2013		M	10,281	12/20/2013	05/22/2023	Common Stock	10,281

## Reporting Owners

Reporting Owner Name / Address	Relationships								
RAMSAY DAVID A 11388 SORRENTO VALLEY ROAD SAN DIEGO, CA 92121	<table border="0" style="width: 100%;"> <tr> <td style="width: 15%;">Director</td> <td style="width: 15%;">10% Owner</td> <td style="width: 15%;">Officer</td> <td style="width: 15%;">Other</td> </tr> <tr> <td></td> <td></td> <td>VP, Chief Financial Officer</td> <td></td> </tr> </table>	Director	10% Owner	Officer	Other			VP, Chief Financial Officer	
Director	10% Owner	Officer	Other						
		VP, Chief Financial Officer							

## Signatures

David A.  
 Ramsay  
12/23/2013  
\*\*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).
- Represents net settlement for the release of 10,281 shares of a restricted stock unit award granted in May 2013. Upon the release of these (1) units on December 20, 2013, the reporting person received a settlement of 6,419 shares of Halozyme common stock. 3,862 shares were withheld as payment for minimum statutory tax withholding requirement.
- 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.