

HALOZYME THERAPEUTICS INC

Form 4

July 09, 2007

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 *
Frost Gregory Ian

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)
11588 SORRENTO VALLEY ROAD, SUITE 17
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/06/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
VP & Chief Scientific Ofcr

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				(A) or (D)	Price
Common Stock	07/06/2007		M			26,128	A	\$ 0.43	2,955,734	D	
Common Stock	07/06/2007		F			1,128	D	\$ 9.96	2,954,606	D	
Common Stock	07/06/2007		S ⁽¹⁾			900	D	\$ 9.65	2,953,706	D	
Common Stock	07/06/2007		S ⁽¹⁾			500	D	\$ 9.66	2,953,206	D	
Common Stock	07/06/2007		S ⁽¹⁾			200	D	\$ 9.665	2,953,006	D	

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Common Stock	07/06/2007	S ⁽¹⁾	1,000	D	\$ 9.67	2,952,006	D
Common Stock	07/06/2007	S ⁽¹⁾	2,900	D	\$ 9.68	2,949,106	D
Common Stock	07/06/2007	S ⁽¹⁾	900	D	\$ 9.69	2,948,206	D
Common Stock	07/06/2007	S ⁽¹⁾	200	D	\$ 9.695	2,948,006	D
Common Stock	07/06/2007	S ⁽¹⁾	200	D	\$ 9.7	2,947,806	D
Common Stock	07/06/2007	S ⁽¹⁾	1,200	D	\$ 9.71	2,946,606	D
Common Stock	07/06/2007	S ⁽¹⁾	800	D	\$ 9.72	2,945,806	D
Common Stock	07/06/2007	S ⁽¹⁾	300	D	\$ 9.7225	2,945,506	D
Common Stock	07/06/2007	S ⁽¹⁾	1,400	D	\$ 9.725	2,944,106	D
Common Stock	07/06/2007	S ⁽¹⁾	2,700	D	\$ 9.73	2,941,406	D
Common Stock	07/06/2007	S ⁽¹⁾	1,800	D	\$ 9.74	2,939,606	D
Common Stock	07/06/2007	S ⁽¹⁾	10,000	D	\$ 10	2,929,606	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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Option to Purchase Common Stock	\$ 0.43	07/06/2007	M	26,128	01/01/2006	11/11/2008	Common Stock	26,128
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Frost Gregory Ian 11588 SORRENTO VALLEY ROAD, SUITE 17 SAN DIEGO, CA 92121	X		VP & Chief Scientific Ofcr	

Signatures

Gregory Frost by James E. Cartoni, Attorney-in-Fact	07/06/2007
**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) 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.