

KIRK RANDAL J
Form 4
August 28, 2018

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 *
KIRK RANDAL J

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)

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

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

C/O THIRD SECURITY, LLC, 1881 GROVE AVENUE

08/24/2018

(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

RADFORD, VA 24141

(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 or Price | | | | | |
| Common Stock | 08/24/2018 | | S | | 41,944 (1) | D | \$ 18.2 (1) | 4,120,689 | I | by R.J. Kirk DOT (2) |
| Common Stock | 08/27/2018 | | S | | 44,381 (1) | D | \$ 18.22 (1) | 4,076,308 | I | by R.J. Kirk DOT (2) |
| Common Stock | 08/28/2018 | | S | | 175,389 (1) | D | \$ 18.02 (1) | 3,900,919 | I | by R.J. Kirk DOT (2) |
| Common | 08/24/2018 | | S | | 61,428 | D | \$ 18.2 | 2,219,466 | I | by Kapital |

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| Stock | | <u>(1)</u> | | <u>(1)</u> | | | Joe <u>(2)</u> |
|--------------|------------|-----------------------|---|---------------------------|-----------|---|---|
| Common Stock | 08/27/2018 | 64,996 <u>(1)</u> | S | \$ 18.22 <u>(1)</u> | 2,154,470 | I | by Kapital Joe <u>(2)</u> |
| Common Stock | 08/28/2018 | 256,860 <u>(1)</u> | S | \$ 18.02 <u>(1)</u> | 1,897,610 | I | by Kapital Joe <u>(2)</u> |
| Common Stock | | | | | 2,327,603 | I | by TSCP V <u>(2)</u> |
| Common Stock | | | | | 290,460 | I | by JPK 2012 <u>(2)</u> |
| Common Stock | | | | | 46,701 | I | by Kellie L. Banks LTT <u>(2)</u> |
| Common Stock | | | | | 354,654 | I | by JPK 2009 <u>(2)</u> |
| Common Stock | | | | | 354,653 | I | by MGK 2009 <u>(2)</u> |
| Common Stock | | | | | 2,235 | I | by ZSK 2009 <u>(2)</u> |
| Common Stock | | | | | 302,954 | I | by JPK 2008 <u>(2)</u> |
| Common Stock | | | | | 302,954 | I | by MGK 2008 <u>(2)</u> |
| Common Stock | | | | | 302,954 | I | by ZSK 2008 <u>(2)</u> |
| Common Stock | | | | | 11,317 | I | by Lotus Capital <u>(2)</u> |
| Common Stock | | | | | 216,795 | I | by Staff 2001 <u>(2)</u> |
| Common Stock | | | | | 131,144 | I | by Sr Staff 2006 <u>(2)</u> |
| Common Stock | | | | | 65,572 | I | by Staff 2006 <u>(2)</u> |
| Common Stock | | | | | 21,858 | I | by Incentive 2006 <u>(2)</u> |
| Common Stock | | | | | 3,562,388 | 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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| KIRK RANDAL J C/O THIRD SECURITY, LLC 1881 GROVE AVENUE RADFORD, VA 24141 | | X | | |

Signatures

/s/ Randal J. Kirk
08/28/2018

**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) Kapital Joe, LLC ("Kapital Joe") and the R.J. Kirk Declaration of Trust ("R.J. Kirk DOT") sold shares on a pro rata basis. Randal J. Kirk controls each of R.J. Kirk DOT, Kapital Joe, Third Security Capital Partners V, LLC ("TSCP V"), JPK 2012, LLC ("JPK 2012"), Kellie L. Banks (2009) Long Term Trust ("Kellie L. Banks LTT"), JPK 2009, LLC ("JPK 2009"), MGK 2009, LLC ("MGK 2009"), ZSK 2009, LLC ("ZSK 2009"), JPK 2008, LLC ("JPK 2008"), MGK 2008, LLC ("MGK 2008"), ZSK 2008, LLC ("ZSK 2008"), Lotus Capital (2000) Company, Inc. ("Lotus Capital"), Third Security Staff 2001 LLC ("Staff 2001"), Third Security Senior Staff 2006 LLC ("Sr Staff 2006"), Third Security Staff 2006 LLC ("Staff 2006") and Third Security Incentive 2006 LLC ("Incentive 2006"). Shares held by these entities may be deemed to be indirectly beneficially owned (as defined under Rule 13d-3 promulgated under the Securities Exchange Act of 1934, as amended) by Mr. Kirk. Mr. Kirk disclaims beneficial ownership of such shares, except to the extent of any pecuniary interest therein.

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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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