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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): December 12, 2013

HALOZYME THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
**(State or other jurisdiction
of incorporation)**

001-32335
**(Commission
File Number)**

88-0488686
**(IRS Employer
Identification No.)**

11388 Sorrento Valley Road, San Diego, California
(Address of principal executive offices)

92121
(Zip Code)

Registrant's telephone number, including area code: (858) 794-8889

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On December 17, 2013, Halozyme Therapeutics, Inc. (the “Company”) announced that the Board of Directors had appointed Dr. Helen I. Torley, M.B., Ch.B, M.R.C.P. to serve as the Company’s President and Chief Executive Officer effective as of January 6, 2014. Dr. Torley was also appointed to the Board of Directors of the Company effective as of January 6, 2014. She will serve with the class of directors whose term expires at the annual meeting of stockholders to be held in 2016. The Board has not appointed Dr. Torley to any of the standing committees, principally because she would be not considered independent.

Dr. Torley, age 51, has served as Executive Vice President and Chief Commercial Officer at Onyx Pharmaceuticals since August 2011. From 2002 to 2011, Dr. Torley held various positions at Amgen, where she most recently served as vice president and general manager of the Bone Health Unit, after leading Amgen’s Nephrology Business Unit for five years. Prior to Amgen, she served in various management positions at Bristol Myers Squibs and Sandoz/Novartis. Dr. Torley received her M.B.Ch.B (the U.K. equivalent of an M.D.) from the University of Glasgow and is a Member of the Royal College of Physicians.

There are no family relationships between Dr. Torley and any director, executive officer or person nominated or chosen to become a director. Dr. Torley does not have a direct or indirect material interest in any transaction or arrangement in which the Company is a participant.

Dr. Torley will be paid an annual salary of \$600,000 and she will be eligible to participate in the Company’s senior executive incentive plans with a bonus target for her first year equal to 75% of her base salary. Upon joining the Company, Dr. Torley will be granted a stock option for 700,000 shares of common stock and will receive restrictive stock units (“RSUs”) for 120,000 shares. The options and RSUs will vest on the Company’s standard four year schedule. The Company will also pay Dr. Torley a “make whole” \$1,000,000 cash bonus in January 2014 and will reimburse relocation expenses up to \$100,000. Dr. Torley will not receive any additional compensation for her service as a director.

On December 12, 2013, Gregory I. Frost, Ph.D., advised the Board of Directors that he would be resigning as President, Chief Executive Officer and a member of the Board of Directors effective as of January 6, 2014. Dr. Frost has agreed to serve as a member of the Company’s Scientific Advisory Board for no compensation other than reimbursement of expenses.

On December 17, 2013, the Company issued a press release announcing appointment of Dr. Torley as President and Chief Executive Officer and the resignation of Dr. Frost, which press release is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Press release, dated December 17, 2013.

Exhibit Index

Exhibit No.	Description
99.1	Press release, dated December 17, 2013

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FOR IMMEDIATE RELEASE**Halozyme Therapeutics Announces Executive Transitions**

Helen Torley to assume role of President and CEO; Gregory I. Frost to lead Intrexon's Health Sector and will remain on Halozyme's Scientific Advisory Board

SAN DIEGO, December 17, 2013 — Halozyme Therapeutics, Inc. (NASDAQ: HALO) announced today that Helen Torley, M.B. Ch. B., M.R.C.P., will be joining Halozyme as President and Chief Executive Officer on January 6, 2014. She will also become a member of Halozyme's Board of Directors. Dr. Torley was most recently Executive Vice President and Chief Commercial Officer at Onyx Pharmaceuticals, a subsidiary of Amgen. Gregory I. Frost, Ph.D. is departing Halozyme for Intrexon (NYSE:XON), assuming the head of that company's Health Sector, and will continue to lead Halozyme's scientific advisory board. Dr. Frost will join Intrexon effective January 6, 2014.

"Helen's demonstrated leadership of Onyx's oncology products will build on Halozyme's trajectory of value creation, pivoting from partnered to proprietary products," said Kenneth J. Kelley, Chairman of the Board of Directors of Halozyme. "She brings over 20 years of successful brand development and launch expertise garnered from key roles at other companies, including Amgen and Bristol Myers Squibb."

Prior to Onyx, Dr. Torley spent 14 years in management positions at Amgen, first in the Nephrology Business Unit, later in the Bone Health Business Unit. She held various senior positions at Bristol Myers Squibb, including Regional Vice President of Cardiovascular and Metabolic Sales, and Head of Cardiovascular Global Marketing. She began her industry career at Sandoz/Novartis, where she ultimately served as Vice President of Medical Affairs, overseeing clinical studies across all therapeutic areas, including oncology.

In reflecting on his 15 years at Halozyme, Dr. Frost said, "I am very proud of the multiple scientific, development, and regulatory milestones the team has achieved to date. I look forward to supporting Halozyme's next chapter of transformative healthcare in my capacity of leading the Scientific Advisory Board."

"It is truly an honor to be joining Halozyme," said Dr. Torley. "I am excited by the unique portfolio of proprietary products in clinical testing for the treatment of cancer, diabetes and cellulite, and by the multiple royalty-based partnerships that clearly point to a talented team with a proven track record."

RJ Kirk, Halozyme's largest shareholder and member of the Board of Directors commented, "Halozyme has successfully transitioned over the last several years from being science-driven to become commercially-oriented. This is a very fortunate position to be in for any company. I laud the efforts by Greg in leading the Company to its present position with multiple product approvals under its belt. Halozyme's advanced, proprietary products are game-changing for the Company, and we must be prepared to maximize the realization of its commercial opportunities. Helen is an ideal choice to lead the company at this important moment in its trajectory."

About Halozyme

Halozyme Therapeutics is a biopharmaceutical company dedicated to developing and commercializing innovative products that advance patient care. With a diversified portfolio of enzymes that target the extracellular matrix, the Company's research focuses primarily on a family of human enzymes, known as hyaluronidases, which increase the dispersion and absorption of biologics, drugs and fluids. Halozyme's pipeline addresses therapeutic areas, including diabetes, oncology and dermatology that have significant unmet medical need. The Company markets Hylenex[®] recombinant (hyaluronidase human injection) and has partnerships with Roche, Pfizer, Baxter, and Intrexon. Halozyme is headquartered in San Diego, CA. For more information on how we are innovating, please visit our corporate website at www.halozyme.com and follow us on Twitter @HaloTherapeutic.

Safe Harbor Statement

In addition to historical information, the statements set forth above include forward-looking statements including, without limitation, statements concerning Halozyme's intended business plan and the possible benefit and attributes of its products and technologies. The forward-looking statements are usually (but not always) identified through use of the words "believe," "enable," "may," "will," "could," "intends," "estimate," "anticipate," "plan," "predict," "probable," "potential," "possible," "should," "continue," and other words of similar meaning. Actual results could differ materially from the expectations contained in forward-looking statements as a result of risks and uncertainties including clinical trial enrollment, conduct and results, unexpected adverse events and outcomes, unexpected expenditures and costs and unexpected results or delays in development and regulatory review. These and other factors that may result in differences are discussed in greater detail in the Company's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 8, 2013 under Risk Factors. Halozyme does not undertake to update these forward-looking statements.

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