

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP **OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2. Issuer Name and Ticker or Trading Symbol									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
						HALOZYME THERAPEUTICS INC [HALO]									Director 10% Owner				
(Last)					3. Date of Earliest Transaction (MM/DD/YYYY)								DD/YYY	1	XOfficer (give title below)Other (specify below) VP and Chief Financial Officer				
11388 SORRENTO VALLEY ROAD						9/16/2014									vi anu c	inci i in		icci	
					4. If Amendment, Date Original Filed (MM/DD/YYYY)								ed		6. Individual or Joint/Group Filing (Check Applicable Line)				
SAN DIEGO, CA 92121 (City) (State) (Zip)														-	_ X _ Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table 1	[- Non-]	Deri	vati	ve Se	ecur	ities A	cqı	uired	l, Dis	spo	sed of,	, or B	eneficially	y Owned	•		
1.Title of Security (Instr. 3)		2. D			ans.	2A. Deemed Execution Date, if		3. Trans. Code (Instr. 8)		4. Securities Acq (A) or Disposed (Instr. 3, 4 and 5)		of (D)					Ownership of Form:	7. Nature of Indirect Beneficial Ownership	
						any	11	Code	V	Amou	or (D)		Price					or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock 9/16					5/2014			M		50000) A	\$	52.05		298492			D	
Common Stock 9/16				9/16/2	2014			P		25000	A	\$8	.90 (1)		323492			D	
Tab	le II - De	rivative	Securiti	es Bo	enef	iciall	ly O	wned	(e.	g. , <u>I</u>	puts,	cal	lls, war	rrants	s, options	, convert	ible secur	rities)	
1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	se	3A. Deemed Execution Date, if any	4. Tran Code (Inst	s. 1 2 r. 2 (5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exp of				7. Title and Ar Securities Und Derivative Sec (Instr. 3 and 4)		erlying	8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Form of Derivative Security: Direct (D) or Indirect (I) (Instr.	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	e V ((A) (D	(D)	Dat Exe		able E	Expiration Date		Title		ount or aber of res	Transaction (s) (Instr. 4)		4)	
Option to Purchase Common Stock	\$2.05	9/16/2014		M		5	50000	2/1	1/200)9 1	10/13/2	014	Commo	on :	50000.0	\$2.05	0	D	

Explanation of Responses:

(1) This transaction was executed in multiple purchases at prices ranging from \$8.83 to \$9.01. The price reported in this column reflects the weighted average purchase price. The Reporting Person will provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares purchased at each separate price.

Reporting Owners

Paparting Owner Name / Address	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
RAMSAY DAVID A 11388 SORRENTO VALLEY ROAI			VP and Chief Financial Officer							
SAN DIEGO, CA 92121										

Jean Liu, Attorney-in-fact for David A. Ramsay

9/16/2014

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.