

DYNAVAX TECHNOLOGIES CORP

Form 8-K

October 11, 2006

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

**FORM 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES AND EXCHANGE ACT OF 1934**  
Date of report (Date of earliest event reported): **October 10, 2006**  
**DYNAVAX TECHNOLOGIES  
CORPORATION**  
(Exact name of registrant as specified in charter)

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

**000-50577**  
(Commission File Number)

**33-0728374**  
(I.R.S. Employer  
Identification No.)

**2929 Seventh Street, Suite 100  
Berkeley, California 94710**

(Address of principal executive offices and zip code)  
Registrant's telephone number, including area code: **(510) 848-5100**

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))

o  
Pre-commencement  
communications  
pursuant to  
Rule 13e-4(c) under  
the Exchange Act  
(17 CFR  
240.13e-4(c))

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**Item 8.01. Other Events.**

On October 10, 2006, Dynavax Technologies Corporation (the Company ) announced the closing of its underwritten public offering of 7,130,000 shares of its common stock, at a price of \$4.40 per share. The offering includes the exercise of the underwriter's over-allotment option of 930,000 shares, at a price of \$4.40 per share. The purchase price does not include the underwriter's discount or the fees and expenses of the transaction. Pacific Growth Equities, LLC acted as the sole underwriter for the offering, which is being made pursuant to the Company's effective shelf registration statement on Form S-3 (Registration No. 333-137608) previously filed with the Securities and Exchange Commission.

Our press release dated October 10, 2006, titled "Dynavax Announces Closing of Common Stock Offering and Exercise of Underwriter's Over-Allotment Option," is attached hereto as Exhibit 99.1 and is herein incorporated by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
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99.1	Press Release, dated October 10, 2006, entitled "Dynavax Announces Closing of Common Stock Offering and Exercise of Underwriter's Over-Allotment Option."
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

**Dynavax Technologies Corporation**

Dated: October 10, 2006

By: /s/ Deborah A. Smeltzer  
Deborah A. Smeltzer, Vice President,  
Operations and Chief Financial Officer

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**INDEX TO EXHIBITS**

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