

HALOZYME THERAPEUTICS INC  
 Form 4  
 February 13, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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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, 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  10% Owner  
 Officer (give title below)  Other (specify below)

C/O THIRD SECURITY, LLC, 1881 GROVE AVENUE

02/10/2012

(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)
Common Stock	02/10/2012		P	990,000 A	\$ 10.61 2,905,947	I	by Kapital Joe <sup>(1)</sup>
Common Stock	02/10/2012		P	185,000 A	\$ 10.61 234,300	I	by JPK 2009 <sup>(1)</sup>
Common Stock	02/10/2012		P	185,000 A	\$ 10.61 234,300	I	by MGK 2009 <sup>(1)</sup>
Common Stock					1,722,965	I	by R.J. Kirk DOT <sup>(1)</sup>
					293,000	I	

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Common Stock							by JPK 2008 <u>(1)</u>
Common Stock				293,000	I		by MGK 2008 <u>(1)</u>
Common Stock				293,000	I		by ZSK 2008 <u>(1)</u>
Common Stock				10,945	I		by Lotus Capital <u>(1)</u>
Common Stock				1,436,186	I		by Kirkfield <u>(1)</u>
Common Stock				135,000	I		by Staff 2001 <u>(1)</u>
Common Stock				1,326,320	I		by NRM IV <u>(1)</u>
Common Stock				6,328,853	I		by NRM V <u>(1)</u>
Common Stock				3,430,000	D		

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

**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.**

SEC 1474 (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 Following Reported Transaction (Instr. 6)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

