

HALOZYME THERAPEUTICS INC  
Form 8-K  
January 26, 2009

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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):

January 23, 2009

HALOZYME THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware

001-32335

88-0488686

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

11388 Sorrento Valley Road, San Diego,  
California

92121

(Address of principal executive offices)

(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 3.02 Unregistered Sales of Equity Securities.**

In the period beginning January 1, 2009 and ending January 23, 2009, holders of various callable stock purchase warrants (the "Callable Warrants") exercised rights to purchase an aggregate of 1,137,896 shares of Halozyme Therapeutics, Inc. ("Halozyme") common stock for aggregate gross proceeds of approximately \$2.0 million. 165,045 additional shares of Halozyme common stock remain issuable upon the exercise of remaining Callable Warrants (for additional aggregate gross proceeds of approximately \$0.3 million). Any Callable Warrants that are not exercised prior to 5:00 PM (Pacific) on January 28, 2009 will expire. The shares of common stock and the underlying Callable Warrants were purchased for investment in a private placement exempt from the registration requirements of the Securities Act pursuant to Section 4(2) thereof.

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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.

HALOZYME THERAPEUTICS, INC.

*January 26, 2009*

By: *David A. Ramsay*

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*Name: David A. Ramsay*

*Title: Secretary and Chief Financial Officer*