## Edgar Filing: SANGAMO BIOSCIENCES INC - Form 4

	O BIOSCIENCES	SINC							
Form 4 December	13, 2006								
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								PPROVAL	
	UNITED		SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549				OMB Number:	3235-0287	
if no lo subject Sectior Form 4 Form 5 obligat	116. For Filed pu	rsuant to Section (a) of the Public	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section					Expires: January 31 2005 Estimated average burden hours per response 0.5	
<i>See</i> Ins 1(b).	struction	30(h) of the	Investmen	t Compa	ny Act of	1940			
(Print or Type	e Responses)								
1. Name and ZANTE G	Symbo SANO	2. Issuer Name and Ticker or Trading Symbol SANGAMO BIOSCIENCES INC [SGMO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Least)		-	. <i>.</i> .		Director 10% Owner				
INC. STE	GAMO BIOSCIEI : 100A, POINT ND TECH CNTR	(Month NCES, 12/12	e of Earliest T h/Day/Year) /2005	ransaction		X Officer (giv below)		ner (specify	
RICHMO	(Street) ND, CA 94804		4. If Amendment, Date Original Filed(Month/Day/Year)			<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
(City)	(State)	(Zip) Te	ble I - Non-J	Derivative	Securities /	Person Acquired, Disposed o	or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transactic Code (Instr. 8)	4. Securi	ties (A) or of (D)	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	
Reminder: R	eport on a separate lin	e for each class of se	curities bene	-	-	or indirectly. spond to the colle	ction of	SEC 1474	
				inforr requi	nation con red to resp	tained in this form ond unless the for ently valid OMB co	are not m	(9-02)	

number.

 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 4.11	12/12/2005		A	50,000	<u>(1)</u>	12/12/2015	Common Stock	50,000

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## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships				
	Director	10% Owner	Officer	Other	
ZANTE GREG C/O SANGAMO BIOSCIENCES, INC. STE: 100A POINT RICHMOND TECH CNTR, 501 CANAL BL RICHMOND, CA 94804			VP, Finance & Administration		
Signatures					

/s/Gregory S. Zante 12/13/2006 \*\*Signature of Date Reporting Person

## **Explanation of Responses:**

\* 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).

The stock option vests and becomes exercisable for twenty five percent of the shares upon the optionee's completion of one year of(1) service measured from the grant date and vest and become exercisable for the balance of the shares in thirty six successive equal monthly installments upon his or her completion of each additional month of service thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.