FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|     | OMB APP                  | ROVAL     |  |  |  |  |  |
|-----|--------------------------|-----------|--|--|--|--|--|
| ON  | IB Number:               | 3235-0287 |  |  |  |  |  |
| Est | Estimated average burden |           |  |  |  |  |  |
| hou | ırs per response:        | 0.5       |  |  |  |  |  |

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

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*  BLUFORD PETER  |  |   |   | 2. Issuer Name and Ticker or Trading Symbol SANGAMO BIOSCIENCES INC [ SGMO ]   |  |                                   |   |  |  |  | (Che  | ck all app<br>Direc  | olicable)<br>ctor   | ·  | 10%  | Ssuer Owner (specify   |  |  |
|--|--|---|---|--|--|-----------------------------------|---|--|--|--|---|--|---|--|--|--|--|--|
| (Last) (First) (Middle) C/O SANGAMO BIOSCIENCES IN STE.A-100 POINT RICHMOND TECH CENTER 501 CANA BLVD  |  |   | 10/   | 3. Date of Earliest Transaction (Month/Day/Year) 10/16/2003  |  |                                   |   |  |  |  | V.P., Corporate Development   |  |   |  |  |  |  |  |
| OND C  | A 9  | 94804   |   | 4. 11  | Amen   | ameni                             | , Dale (  | or Origin  | iai File   | ea (Monun/Da   | iy/ Year)   |  | Line  | )<br>【 Forn<br>Forn  | n filed by C   | ne Repo  | rting Per  | son  |
| (S   |  |   |   |  |  |                                   |   |  |  |  |   |  |   |  |  |  |  |  |
| 1. Title of Security (Instr. 3)  |  |   | 2. Transact<br>Date   | tion 2A. Deemed Execution Date,  |  | 3.<br>Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or  |  |  | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following   |  | Form: D<br>(D) or In  | oirect<br>idirect<br>: 4)  | 7. Nature of Indirect Beneficial Ownership (Instr. 4)  |  |  |  |
|  |  |   |   |  |  |                                   |   | Code   | v  | Amount   | (A) or<br>(D)   | Price  | Transportion(c)   |  | tion(s)  |  |  | (III3U. 4)   |
| Stock  |  |   | 10/16/2   | 003  |  |                                   |   | S <sup>(1)</sup>   |  | 500  | D   | \$   | 5   | 156  | 5,591  | D  |  |  |
| Stock  |  |   | 10/20/2   | 003  |  |                                   |   | S <sup>(1)</sup>   |  | 500  | D   | \$5.1  | 702   | 156  | 5,091  | D  |  |  |
| Stock  |  |   |   |  |  |                                   |   |  |  |  |   |  |   | 4  | 00   | I  |  | By Trust<br>for Son <sup>(2)</sup>   |
| Stock  |  |   |   |  |  |                                   |   |  |  |  |   |  |   | 4  | 00   | I  |  | By Trust<br>for Son <sup>(2)</sup>   |
| Stock  |  |   |   |  |  |                                   |   |  |  |  |   |  |   | 4  | 00   | I  |  | By Trust<br>for<br>Daughter <sup>(2)</sup>   |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |   |   |  |  |                                   |   |  |  |  |   |  |   |  |  |  |  |  |
| erivative Conversion Date Execution Date, Tecurity or Exercise (Month/Day/Year) if any   |  | Transa<br>Code (l   |   |  | Expiration Date<br>(Month/Day/Year)  |                                   | ate<br>Year)  | Amount of Securities Underlying Derivative Security (Instr. and 4)   |  | Derivative Security (Instr. 5) Be GR RR Tr. (In  |   | derivative<br>Securities<br>Beneficial<br>Owned<br>Following<br>Reported | e Or<br>s Fo<br>lly Di<br>or<br>(I)   | wnership<br>orm:<br>irect (D)<br>· Indirect  | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)   |  |  |  |
|  | (FINGAMO BINGAMO BINGA | (First) (CONGAMO BIOSCIENCES IN RICHMOND TECH CENTER COND CA (State) (Conversion or Exercise Price of Derivative (Month/Day/Year) | (First) (Middle) NGAMO BIOSCIENCES IN STE.A RICHMOND TECH CENTER 501  OND CA 94804  (State) (Zip)  Table I - No Security (Instr. 3)  Stock Stock Stock  Stock  Stock  Table II - Conversion or Exercise Price of Derivative (Month/Day/Year)  Stock (Month/Day/Year) (Month/Day/Year) | (First) (Middle) NGAMO BIOSCIENCES IN STE.A-100 RICHMOND TECH CENTER 501 CANA  OND CA 94804  (State) (Zip)  Table I - Non-Deriv Security (Instr. 3)  Stock 10/16/2 Stock 10/20/2  Stock 10/20/2  Stock 10/20/2  Stock 3. Transaction Date (e.g., pt. pt. price of Derivative Security (Month/Day/Year)  2. Table II - Derivative Security (Month/Day/Year) | Conversion or Exercise Price of Derivative Security   Same Price | SANG.                             | (First) (Middle) NGAMO BIOSCIENCES IN STE.A-100 RICHMOND TECH CENTER 501 CANA  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year) (Month/Day/Year)  Stock 10/16/2003  Stock 10/20/2003  Stock 10/20/2003 | (First) (Middle) NGAMO BIOSCIENCES IN STE.A-100 RICHMOND TECH CENTER 501 CANA  Table I - Non-Derivative Securities Ac (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  A. If Amendment, Date of Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  A. Deemed Execution Date, if any (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  Stock  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year) | Conversion or Exercise Price of Derivative Security   Sangamo Biosciences   Sangamo Bi | SANGAMO BIOSCIENCE   SANGAMO BIOSCIENCE   SANGAMO BIOSCIENCE   SANGAMO BIOSCIENCE   STE.A-100   STE. | (First) (Middle) NGAMO BIOSCIENCES IN STE.A-100 RICHMOND TECH CENTER 501 CANA  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  Security (Instr. 3)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security  Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security  A Deemed Execution Date (e.g., puts, calls, warrants, options, convertibe Security (Month/Day/Year)  A Deemed Execution Date (e.g., puts, calls, warrants, options, convertibe Security (Month/Day/Year)  A Deemed Execution Date (e.g., puts, calls, warrants, options, convertibe Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date (Month/Day/Year)  Date Expiration  Date Expiration  Date Expiration  Expiration  Date Expiration  Date Expiration | SANGAMO BIOSCIENCES INC   SGN  | SANGAMO BIOSCIENCES INC [SGMO]  (First) (Middle) NGAMO BIOSCIENCES IN STE.A-100 RICHMOND TECH CENTER 501 CANA  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Family (Month/Day/Year)  (Stock 10/16/2003 S(1) 500 D \$5.1  Stock 10/20/2003 S(1) 500 D \$5.1  Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficial Family (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Family (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Family (Month/Day/Year)  Stock 10/20/2003 S(1) 500 D \$5.1  Stock 10/20/2003 S(1) 500 D \$5.1  Stock 10/20/2003 S(1) 500 D \$5.1  Table II - Derivative Securities Acquired, Disposed of, or Beneficial Family (Month/Day/Year)  A Deemed Execution Date, (Month/Day/Year) (Month/Day/Year)  A Deemed Execution Date, (Month/Day/Year) (Month/Day/Year)  B Derivative Securities Acquired, Disposed of, or Beneficial Family (Month/Day/Year)  A Deemed Execution Date, (Month/Day/Year)  Conversion Date (Month/Day/Year)  A Deemed Execution Date, (Month/Day/ | Check   Stock   Stoc | SANGAMO BIOSCIENCES INC [SGMO]   Check all applications of the property of the | SANGAMO BIOSCIENCES INC [SGMO]   Check all applicable) Director   X   Director   Director   Director   Director   Director   X   Director   Director   Director   Director   Director   X   Director   Dir | SANGAMO BIOSCIENCES INC [SGMO]  (First) (Middle)  (NGAMO BIOSCIENCES IN STE.A-100  RICHMOND TECH CENTER 501 CANA  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Sizale) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Security (Instr. 3)  2. Transaction (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Stock  10/16/2003  Stock  10/20/2003  Stock  10/20/2 | SANGAMO BIOSCIENCES INC   SGMO   Circleck all applicable)   Director   10%   NGAMO BIOSCIENCES IN STE.A-100   NGCHMOND TECH CENTER 501 CANA   4. II Amendment, Date of Original Filed (Month/Day/Year)   10/16/2003   4. II Amendment, Date of Original Filed (Month/Day/Year)   Capturity (Instr. 3)   2. Transaction   2. Transaction   2. Transaction   Month/Day/Year)   Month/Day/Ye |

## **Explanation of Responses:**

- 1. The sales reported in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the Reporting Person on April 22, 2003.
- 2. Reporting Person disclaims beneficial ownership of the shares held by each of his children and this report shall not be deemed to be an admission that Mr. Bluford is the beneficial owner of such securities for purposes of Section 16 or for any other purpose

/s/ Peter Bluford 10/20/2003

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  $^{\star}$  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 Number.