SEC Form 4	
------------	--

## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPR	OVAL				
OMB Number:	3235-0287				
Estimated average bu	rden				

÷		
	hours per response:	0.5
l	Estimated average burden	

Herberts Curt (Last) C/O SANGAMO	(First) ) THERAPEUTIC	(Middle)	2. Issuer Name and Ticker or Trading Symbol <u>SANGAMO THERAPEUTICS, INC</u> [ SGMO]  3. Date of Earliest Transaction (Month/Day/Year) 10/02/2017		ationship of Reporting Person(s) to Issuer (all applicable) Director 10% Owner Officer (give title Other (specify below) below) Sr.VP & Chief Business Officer		
	OND TECH CTR,	501 CANAL					
BLVD.			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	Check Applicable		
(Street)				X	Form filed by One Report	ting Person	
RICHMOND	CA	94804			Form filed by More than ( Person	One Reporting	
(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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount			Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Stock	10/02/2017		М		5,830	A	\$5.41	21,663	D			
Common Stock	10/02/2017		S <sup>(1)</sup>		5,830	D	\$15	15,833	D			
Common Stock	10/02/2017		М		5,416	A	\$8.87	21,249	D			
Common Stock	10/02/2017		S <sup>(1)</sup>		5,416	D	\$15	15,833	D			
Common Stock	10/02/2017		М		3,754	A	<b>\$9.41</b>	19,587	D			
Common Stock	10/02/2017		S <sup>(1)</sup>		3,754	D	\$16	15,833	D			

	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. Transa Code ( 8)		of Deri Sec Acq (A) Disp of (I	ivative urities uired or posed D) tr 3, 4			and 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$5.41	10/02/2017		М			5,830	(2)	12/05/2022	Common Stock	5,830	\$0.00	0	D	
Stock Option (Right to Buy)	\$8.87	10/02/2017		М			5,416	(3)	07/26/2025	Common Stock	5,416	\$0.00	4,584	D	
Stock Option (Right to Buy)	\$9.41	10/02/2017		М			3,754	(4)	12/07/2025	Common Stock	3,754	\$0.00	33,746	D	

#### Explanation of Responses:

1. All sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 22, 2017.

2. The shares underlying the stock option are fully vested and exercisable.

3. One-quarter (1/4) of the option shares vested and became exercisable upon completion of one (1) year of service by the Reporting Person measured from the July 27, 2015 grant date, and the remainder will vest and become exercisable in equal monthly installments for thirty-six (36) months thereafter, provided that the Reporting Person remains in service with the Issuer through each such monthly vesting date. 4. One-quarter (1/4) of the option shares will vest and become exercisable upon completion of one (1) year of service by the Reporting Person measured from the December 8, 2015 grant date, and the remainder will vest and become exercisable in equal monthly installments for thirty-six (36) months thereafter, provided that the Reporting Person remains in service with the Issuer through each such monthly vesting date.

### **Remarks:**

/s/ Florence Tam, Attorney-in-

**Fact** 

10/03/2017

\*\* Signature of Reporting Person Date

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