SEC Form 4

FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person' (Check all applicable) SANGAMO THERAPEUTICS, INC [**BIOGEN INC.** Director Х 10% Owner SGMO] Officer (give title Other (specify (Middle) below) below) (First) (Last) 3. Date of Earliest Transaction (Month/Day/Year) 225 BINNEY ST. 12/28/2021 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) CAMBRIDGE MA 02142 Form filed by One Reporting Person Form filed by More than One Reporting Х Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed Execution Date, 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 6. Ownership Form: Direct 7. Nature of Indirect 1. Title of Security (Instr. 3) 5. Amount of Transaction Securities (Month/Day/Year) if any Code (Instr. Beneficially (D) or Indirect Beneficial Ownership (Instr. 4) (Month/Day/Year) 8) Owned Following (l) (Instr. 4) Reported (A) or (D) Transaction(s) Code v Amount Price (Instr. 3 and 4) Bv Biogen \$8.5101(1) 12/28/2021 2,764 Common Stock D 24,152,466 T S MA Inc. (2) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative 3. Transaction Date 3A. Deemed 5. Number 6. Date Exercisable and Expiration Date 7. Title and 9. Number of 10. Ownership 11. Nature 8. Price of Conversion Execution Date Transaction of Amount of Derivative derivative of Indirect Security (Instr. 3) or Exercise Price of Code (Instr. 8) Securities Underlying Securities Beneficially Form: Direct (D) (Month/Day/Year) if any (Month/Day/Year) Derivative (Month/Day/Year) Security Beneficial Securities (Instr. 5) Ownership Derivative Acquired Derivative Owned or Indirect (Instr. 4) Security (A) or Disposed Security (Instr. 3 and 4) ollowing (I) (Instr. 4) Reported of (D) (Instr. 3, 4 Transaction(s) (Instr. 4) and 5) Amount Number Date Expiration of Code v (A) (D) Exercisable Date Title Shares 1. Name and Address of Reporting Person* **BIOGEN INC.** (First) (Middle) (Last) 225 BINNEY ST. (Street) CAMBRIDGE MA 02142 (City) (State) (Zip) 1. Name and Address of Reporting Person* Biogen MA Inc. (Last) (First) (Middle) 225 BINNEY ST. (Street) CAMBRIDGE MA 02142 (City) (State) (Zip)

Explanation of Responses:

1. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.50 to \$8.53, inclusive. The reporting person undertakes to provide to Sangamo Therapeutics, Inc., any security holder of Sangamo Therapeutics, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

2. Shares are owned indirectly by Biogen Inc. and directly by its wholly-owned subsidiary Biogen MA Inc.

Remarks:

BIOGEN INC. By: /s/ Michael Dambach, Vice

12/30/2021

President and Treasurer BIOGEN MA INC. By: /s/ Michael Dambach, Vice President and Treasurer ** Signature of Reporting Person

12/30/2021

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.