FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

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## 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

mstruct	ion ±(b).			File						ompany Act o		1934					
	nd Address of PITAL N		2. Issuer Name and Ticker or Trading Symbol SANGAMO BIOSCIENCES INC [ SGMO ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner						
(Last) (First) (Middle) 20 PARK PLAZA, SUITE 1200						3. Date of Earliest Transaction (Month/Day/Year) 01/29/2014								Officer (give title X Other (specify below)  Former 10% Owner			
(Street) BOSTON MA 02116			4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)      Form filed by One Reporting Person     X  Form filed by More than One Reporting Person					
(City)	(St	ate)	(Zip)														
			ole I - N					_	d, Di	sposed of						I	
1. Title of Security (Instr. 3) 2. Translate (Mon					tion y/Year)	Execution ear) if any	Deemed ution Date, / th/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			5) Sed Ber Ow	amount of curities neficially ned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
								Code	v	Amount	(A) or (D)	Price	Tra	Reported Transaction(s) (Instr. 3 and 4)		(msu. 4)	
Common	Stock			06/05/2	2014			S		66,253	D	\$14.1	305	2,763,188	D <sup>(1)</sup>		
Common	Stock			06/05/2	2014			S		48,849	D	\$14.1	135	2,714,339	D <sup>(1)</sup>		
Common	Stock			06/06/2	2014			S		9,852	D	\$14.0	718	2,704,487	D <sup>(1)</sup>		
Common	Stock			06/06/2	2014			S		41,749	D	\$14.	13	2,662,738	D <sup>(1)</sup>		
Common	Stock			06/06/2	2014			S		83,500	D	\$14	.4	2,579,238	D <sup>(1)</sup>		
Common	Stock			06/09/2	2014			S		60,955	D	\$15.4	985	2,518,283	D <sup>(1)</sup>		
Common	Stock			06/09/2	2014			S		22,545	D	\$15	.5	2,495,738	D <sup>(1)</sup>		
Common	Stock			06/16/2	2014			S		1,838	D	\$16.3	541	2,493,900	D <sup>(1)</sup>		
Common Stock			06/16/2014				S		3,695	D	\$16.5	231	2,490,205	D <sup>(1)</sup>			
Common Stock			06/16/2014				S		137,171	D	\$16.5	235	2,353,034	D <sup>(1)</sup>			
Common Stock			06/16/2	06/16/2014			S		107,796	D	\$16.5	595	2,245,238	D <sup>(1)</sup>			
Common Stock				07/01/2014				S		33,080	D	\$15.9	955	2,212,158	D <sup>(1)</sup>		
Common Stock				07/01/2014				S		49,620	D	\$16.0	461	2,162,538	D <sup>(1)</sup>		
Common Stock				07/17/2014				P		37,215	A	\$12.2	588	2,199,753	D <sup>(1)</sup>		
Common Stock				07/24/2014				S		124,050	D	\$12.2	792	2,075,703	D <sup>(1)</sup>		
Common Stock				07/25/2014				S		47,429	D	\$12.3	121	2,028,274	D <sup>(1)</sup>		
Common Stock				07/28/2014				S		24,810	D	\$12	.1	2,003,464	D <sup>(1)</sup>		
Common Stock C				07/28/2	2014			S		35,271	D	\$12.1	114	1,968,193	D <sup>(1)</sup>		
Common	Stock			07/29/2	2014			S		1,407	D	\$12.4	122	1,966,786	D <sup>(1)</sup>		
Common Stock 07/30/2					2014			S		20,592	D	\$12.	35	1,946,194	D <sup>(1)</sup>		
Common Stock 07/30/20					2014			S		57,890	D	\$12.	36	1,888,304	D <sup>(1)</sup>		
Common Stock 07/30/20					2014			S		31,108	D	\$12.5	594	1,857,196	D <sup>(1)</sup>		
Common Stock 08/01/20					2014	)14		S	s 27,770		D	\$12.8232		1,829,426	D <sup>(1)(2)</sup>		
		T	able II							osed of, o			y Owne	ed	*	-	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	<del>``</del>	4. Transa Code ( 8)	ction	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Exerc	cisable and	7. Title an Amount of Securities Underlying Derivative Security and 4)	nd of es ng	8. Price of Derivativ Security (Instr. 5)		Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

1. Title of	2.	Ta  3. Transaction	ble II - Deriva (e.g., p			warı		ired, Disp options, Date ExBatisEbber	convertib	le sec		y Owned	9. Number of	10.	11. Nature
		ANAGEME	if any (Month/Day/Year)	Transa Code ( 8)		n of		Expiration D (Month/Day/\)	te Amount of		Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership (Instr. 4)	
(Last)	K PLAZA, S	(First) UITE 1200	(Middle)			of (D	) r. 3, 4						Transaction(s) (Instr. 4)		
(Street)	N I	MA	02116					Date	Expiration		Amount or Number of				
(City)	nd Address of	(State)  Reporting Person*	(Zip)	Code	V	(A)	(D)	Exercisable	Date	Title	Shares				

(City)	(State)	(Zip)								
1. Name and Address of Reporting Person*  RA Capital Healthcare Fund LP										
(Last)	(Middle)									
(Last) (First) (Middle) C/O RA CAPITAL MANAGEMENT, LLC										
20 PARK PLAZA, SUITE 1200										
(Street) BOSTON	MA	02116								
(City)	(State)	(Zip)								
Name and Address of Reporting Person*     Kolchinsky Peter										
(Last)	(First)	(Middle)								
C/O RA CAPITAL MANAGEMENT, LLC										
20 PARK PLAZA, SUITE 1200										
(Street) BOSTON	MA	02116								
(City)	(State)	(Zip)								

## Explanation of Responses:

1. The reported securities are owned by RA Capital Healthcare Fund, L.P. (the "Fund"). RA Capital Management, LLC (the "Adviser") is the general partner of the Fund, and Peter Kolchinsky is the sole manager of the Adviser. The Adviser and Mr. Kolchinsky disclaim beneficial ownership of the reported securities in reliance on Rule 16a-1(a)(1)(v) and (vii), respectively, and therefore disclaim any obligation to report ownership of the reported securities on the Fund. The filing of this Form 4 shall not be construed as an admission that either the Adviser or Mr. Kolchinsky is or was, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the beneficial owner of any of the securities reported herein. The number of shares reported in Col 5 of Table I and the number of options reported in Col 9 of Table II reflect the number of shares or options, as applicable, beneficially owned by the Fund as of the time of the last transaction reported herein.

2. On January 29, 2014, the Fund became a beneficial owner of more than ten percent of the outstanding shares the issuer's common stock and therefore became subject to Section 16 of the Securities Exchange Act of 1934. On August 1, 2014, the Fund ceased to be a beneficial owner of more than ten percent of the outstanding shares of the issuer's common stock and ceased to be subject to Section 16.

/s/ Peter Kolchinsky, Manager of RA Capital Management,

02/18/2015

<u>LLC</u>

/s/ Peter Kolchinsky, Manager

of RA Capital Management,

LLC, the General Partner of 02/18/2015

RA Capital Healthcare Fund,

<u>L.P.</u>

/s/ Peter Kolchinsky, individually

02/18/2015

\*\* 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.