

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).

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

1. Name and Address of Reporting Person* <u>Boissel Stephane</u> <hr/> (Last) (First) (Middle) C/O SANGAMO THERAPEUTICS, INC. POINT RICHMOND TECH CTR, 501 CANAL BLVD. <hr/> (Street) RICHMOND CA 94804 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SANGAMO THERAPEUTICS, INC [SGMO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Corp. Strat. & Int. CFO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/27/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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. Transaction Code (Instr. 8)	5. Number of Derivative 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 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)
						Date Exercisable	Expiration Date					
Free Shares Call Options (obligation to sell to Issuer)	(1)	11/27/2018		J ⁽¹⁾	4	05/03/2019	12/02/2020	Common Stock	(1)	\$0.00	4	D
Free Shares Put Options (right to sell to Issuer)	(2)	11/27/2018		J ⁽²⁾	4	07/04/2019	02/03/2021	Common Stock	(2)	\$0.00	4	D

Explanation of Responses:

1. In connection with the acquisition by the Issuer of Sangamo Therapeutics France S.A.S. (formerly TxCell S.A.) ("Sangamo France"), the Reporting Person granted to the Issuer the right to purchase up to 238,100 "free shares" of Sangamo France (the "Subject Free Shares") for cash in four separate tranches beginning May 3, 2019 (the "Free Shares Call Options"). The exercise price per Subject Free Share to be paid by the Issuer upon exercise of its Free Shares Call Options is equal to the product of 2.58 euros times the quotient of the 20-day volume weighted average price of the Issuer's common stock preceding the date the Issuer notifies the Reporting Person of its exercise of its Free Shares Call Options (as converted to euros) divided by 12.8329.

2. In connection with the acquisition by the Issuer of Sangamo France, in addition to the grant to the Issuer of the Free Shares Call Options, the Reporting Person was granted the right to sell to the Issuer the Subject Free Shares for cash in four separate tranches beginning July 4, 2019 (the "Free Shares Put Options"), which Free Shares Put Options shall be exercisable to the extent that the corresponding Free Shares Call Options are not exercised by the Issuer. The exercise price per Subject Free Share to be paid by the Issuer upon the Reporting Person's exercise of its Free Shares Put Options is equal to the product of 2.58 euros times the quotient of the 20-day volume weighted average price of the Issuer's common stock preceding the date the Reporting Person notifies the Issuer of his exercise of his Free Shares Put Options (as converted to euros) divided by 12.8329.

Remarks:

/s/ Matthew Colvin, Attorney-in-Fact for Stephane Boissel 08/14/2019

** Signature of Reporting Person Date

* 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.

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