

GENENTECH INC
Form 4
February 29, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours 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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
SCHELLER RICHARD H

(Last) (First) (Middle)

1 DNA WAY

(Street)

SO SAN FRANCISCO, CA 94080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GENENTECH INC [DNA]

3. Date of Earliest Transaction (Month/Day/Year)
02/27/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

EVP-RESEARCH

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/27/2008		M		900 \$ 53.23	D	
Common Stock	02/27/2008		S		900 \$ 76.77	D	
Common Stock	02/27/2008		M		100 \$ 53.23	D	
Common Stock	02/27/2008		S		100 \$ 76.76	D	
Common Stock	02/27/2008		M		1,033 \$ 53.23	D	

Edgar Filing: GENENTECH INC - Form 4

Common Stock	02/27/2008	S	1,033	D	\$ 76.75	0	D
Common Stock	02/27/2008	M	200	A	\$ 53.23	200	D
Common Stock	02/27/2008	S	200	D	\$ 76.74	0	D
Common Stock	02/27/2008	M	1,700	A	\$ 53.23	1,700	D
Common Stock	02/27/2008	S	1,700	D	\$ 76.73	0	D
Common Stock	02/27/2008	M	5	A	\$ 53.23	5	D
Common Stock	02/27/2008	S	5	D	\$ 76.71	0	D
Common Stock	02/27/2008	M	100	A	\$ 53.23	100	D
Common Stock	02/27/2008	S	100	D	\$ 76.53	0	D
Common Stock	02/27/2008	M	100	A	\$ 53.23	100	D
Common Stock	02/27/2008	S	100	D	\$ 76.59	0	D
Common Stock	02/27/2008	M	100	A	\$ 53.23	100	D
Common Stock	02/27/2008	S	100	D	\$ 76.62	0	D
Common Stock	02/27/2008	M	100	A	\$ 53.23	100	D
Common Stock	02/27/2008	S	100	D	\$ 76.63	0	D

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

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 control number.

SEC 1474
(9-02)

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
--	------------------------------------	--------------------------------------	--	--------------------------------	---	--	---

Edgar Filing: GENENTECH INC - Form 4

	Derivative Security		(A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	An or Nu of SH
			Code	V				
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	800	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	50	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	125	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	200	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	5,200	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	750	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	700	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	50	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	750	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	800	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock

Edgar Filing: GENENTECH INC - Form 4

Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	2,088	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	2
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	415	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	200	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	900	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	1,033	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	200	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	1,700	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	5	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 ⁽¹⁾	09/23/2014	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships
--------------------------------	---------------

