

As filed with the Securities and Exchange Commission on February 28, 2001

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12 (b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

### Seattle Genetics, Inc.

(Exact name of registrant as specified in its charter)

**Delaware**  
(State of incorporation or organization)

**91-187-4389**  
(IRS Employer Identification No.)

**22215 26<sup>th</sup> Ave. SE, Suite 3000**  
**Bothell, Washington**  
(Address of principal executive offices)

**98021**  
(Zip Code)

If this form relates to the registration of a class of registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. //

If this form relates to the securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. /x/

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Securities Act registration statement file number to which this form relates: 333-50266 (if applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

**Title of each class  
to be so registered**

**Name of each exchange on which  
each class is to be registered**

None

None

Securities to be registered pursuant to Section 12(g) of the Act:

**Common Stock, par value \$0.001 per share**  
(Title of Class)

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#### Item 1. *Description of Registrant's Securities to be Registered*

Incorporated by reference to the information set forth under the caption "Description of Capital Stock" in the Registrant's Registration Statement on Form S-1 (SEC File No. 333-50266), as amended by Amendment No. 1 filed on December 5, 2000, Amendment No. 2 filed on January 4, 2001, Amendment No. 3 filed on February 8, 2001 and Amendment No. 4 filed on February 23, 2001 (the "*Form S-1 Registration Statement*").

#### Item 2. *Exhibits*

The following exhibits are filed as a part of this Registration Statement:

- 1.1 Specimen certificate for Registrant's Common Stock—incorporated herein by reference to Exhibit 4.1 to the Form S-1 Registration Statement.
- 2.1 Amended and Restated Certificate of Incorporation—incorporated herein by reference to Exhibit 3.1 to the Form S-1 Registration Statement.

