

GENENTECH INC  
Form 4  
February 29, 2008

**FORM 4**

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

OMB APPROVAL

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**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  
 Officer (give title below)  Other (specify below)

EVP-RESEARCH

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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	

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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)
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	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 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	50	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	125	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	200	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	5,200	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	5
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	100	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	750	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	700	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	50	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	750	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	
	Non-Qualified Stock Option (right to buy)	\$ 53.23	02/27/2008	M	800	09/23/2004 <sup>(1)</sup>	09/23/2014	Common Stock	

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

## Reporting Owners

Reporting Owner Name / Address	Relationships
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