FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Section 30(h) of t	the Investment	t Company Act of 1940								
1. Name and Address		g Person*		2. Issuer Name and Ticker or Trading Symbol DYNAVAX TECHNOLOGIES CORP [DVAX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specif				
(Last) 780 THIRD AV 37TH FLOOR	(First) ENUE	(Middle)	3. Date of Earliest To 10/22/2008	3. Date of Earliest Transaction (Month/Day/Year) 10/22/2008				uuc		elow)			
(Street) NEW YORK (City)	NY (State)	10017 (Zip)	4. If Amendment, Da	ate of Original	Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/G Form filed by Form filed by Person	· One Rep	orting	Person			
()	(26)	Table I - Non-Der	ivative Securities		Disposed of, or Bene	<u> </u>	Owned			I /			

37TH FLOOR				10/22/2008										
(Street) NEW YORK NY 10017				4. If Amendment, Da	te of Or	iginal	Filed (Month/D		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)	(State)	(Zip)	Non-Derivat	ive Securities /	Acani	red	Disnosed (of or l	Renefici	ally Owned				
1. Title of Security	/ (Instr. 3)	Table 1	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date,	3. Transa Code (8)	ction	4. Securities A Disposed Of (Acquired	(A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
					Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)		
Common Stock ⁽	(1)		10/22/2008		S		578,280	D	\$0.2569	938,121	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		S		55,463	D	\$0.2494	882,658	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		S		36,600	D	\$0.25	846,058	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		S		54,900	D	\$0.2795	5 791,158	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		S		23,740	D	\$0.2271	767,418	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		S		183,000	D	\$0.2393	3 584,418	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		s		129,981	D	\$0.2262	2 454,437	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		S		329,437	D	\$0.2415	5 125,000	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		s		125,000	D	\$0.245	0	I	Through Deerfield Partners, L.P.		
Common Stock ⁽	(1)		10/22/2008		S		1,001,720	D	\$0.2569	1,033,417	I	Through Deerfield International, Limited ⁽³⁾		
Common Stock ⁽	(1)		10/22/2008		S		96,075	D	\$0.2494	937,342	I	Through Deerfield International, Limited ⁽³⁾		

1. Title of Security (Instr. 3)	2. Transaction	ZA. Deemed	3.		4. Securities A	Canicad	(A) or	5. Amount of	6. Ownership	7. Nature of
1. Title of Security (Instr. 3)	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transa Code (8)		Disposed Of (D) (Instr.	3, 4 and 5)	Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)		
Common Stock ⁽¹⁾	10/22/2008		S		63,400	D	\$0.25	873,942	I	Through Deerfield International Limited(3)
Common Stock ⁽¹⁾	10/22/2008		S		95,100	D	\$0.2795	778,842	I	Through Deerfield Internationa Limited ⁽³⁾
Common Stock ⁽¹⁾	10/22/2008		S		41,123	D	\$0.2271	737,719	I	Through Deerfield International Limited(3)
Common Stock ⁽¹⁾	10/22/2008		S		317,000	D	\$0.2393	420,719	I	Through Deerfield Internationa Limited ⁽³⁾
Common Stock ⁽¹⁾	10/22/2008		S		225,156	D	\$0.2262	195,563	I	Through Deerfield Internationa Limited ⁽³⁾
Common Stock ⁽¹⁾	10/22/2008		S		195,563	D	\$0.2415	0	I	Through Deerfield International Limited(3)
Common Stock ⁽¹⁾	10/22/2008		S		266,824	D	\$0.2659	166,765	I	Through Deerfield Special Situations Fund, L.P. ⁽²⁾
Common Stock ⁽¹⁾	10/22/2008		S		28,395	D	\$0.2227	138,370	I	Through Deerfield Special Situations Fund, L.P. ⁽²⁾
Common Stock ⁽¹⁾	10/22/2008		S		138,370	D	\$0.24	0	I	Through Deerfield Special Situations Fund, L.P. ⁽²⁾
Common Stock ⁽¹⁾	10/22/2008		S		533,176	D	\$0.2659	333,235	I	Through Deerfield Special Situations Fund International Limited(3)
Common Stock ⁽¹⁾	10/22/2008		S		56,742	D	\$0.2227	276,493	I	Through Deerfield Special Situations Fund International Limited(3)
Common Stock ⁽¹⁾	10/22/2008		S		276,493	D	\$0.24	0	I	Through Deerfield Special Situations Fund Internationa Limited(3)

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 Ta Date (Month/Day/Year)	alshe Yfen Berival Execution Date, if any (e.g., p (Month/Day/Year)	tive S Trans Uts _{de} (ecu action (alla	ritfesu of Wasa Secu	Alequ ants,	ifedtedississedent, c Expiration date Qualingsy/Ranvertib		of Beneficiall Amount of Isesagusities) Underlying		y Owned Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially	10. Ownership Form: Direct (D)
1. Title of Derivative Security (Instr. 3)	Derivative Secuvityion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Deemed Execution Date (Month/Day/Year) 5. Deemed Execution Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Deemed Execution Date (Month/Day/Year) 8. Deemed Execution Date (Month/Day/Year)		ate	Deriva Secoui Secut) Under Deriva	etiavned ntylo¶instr.3 ities lying	8. Price of Derivative Security (Instr. 5)	Buthledber of Buthledber of Beliovating Reportities Beausticition(s) Following Reported	60.Indirect (D)v(instshit) Form: Direct (D) or Indirect (I) (Instr. 4)					
						of (D	3, 4			and 4)	Amount or Number		Transaction(s) (Instr. 4)	
				Code	v	(A)	(D)	Exercisable	Expiration Date	Title	Sharest			
1. Name an <mark>Flynn</mark> J	l	Reporting Person*		Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Number of Shares			
(Last) 780 THII	RD AVENU	(First) JE	(Middle)		_									
37TH FL	OOR													
(Street) NEW YO	ORK	NY	10017											
(City)		(State)	(Zip)											
		Reporting Person* APITAL LP												
(Last)	RD AVENU	(First) JE	(Middle)											
37TH FL	OOR													
(Street) NEW YO	ORK	NY	10017											
(City)		(State)	(Zip)											
		Reporting Person* 1 Situations F	und, L.P.											
(Last) 780 3RD 37TH FL	AVENUE	(First)	(Middle)											
(Street)	ORK	NY	10017		_									
(City)		(State)	(Zip)											
		Reporting Person* ANAGEMEN	NT CO /NY											
(Last) 780 THII		(First) JE, 37TH FLOO	(Middle)		_									
(Street) NEW YO	ORK	NY	10017		- $ $									
-		(State)	(Zip)		- [

LTD

(Last)

(Street)

ROAD TOWN,

TORTOLA

(First)

C/O HEMISPHERE MANAGEMENT (B.V.I.) COLUMBUS CENTRE, P.O. BOX 3460

D8

(Middle)

11. Nature of Indirect Beneficial Ownership

(linsNat)re of Indirect Beneficial Ownership (Instr. 4)

(City)	(State)	(Zip)
	of Reporting Person* PRIVATE DESIG	AN FUND L P
(Last) 780 3RD AVE 37	(First) TH FL	(Middle)
(Street) NEW YORK	NY	10017
(City)	(State)	(Zip)
ı	of Reporting Person* ate Design Interna	ational, L.P.
(Last) 780 THIRD AVE.	(First) NUE, 37TH FLOOR	(Middle)
(Street) NEW YORK	NY	10017
(City)	(State)	(Zip)

Explanation of Responses:

- 1. This Form 4 is being filed by James E. Flynn and by the entities listed on the Joint Filer Information Statement attached hereto (the "Reporting Persons").
- 2. Deerfield Capital, L.P. is the general partner of Deerfield Partners, L.P., and Deerfield Special Situations Fund, L.P. (the "Domestic Funds"). James E. Flynn is the managing member of the general partner of Deerfield Capital, L.P. In accordance with Instruction 4(b)(iv) to Form 4, the entire amount of the Issuer's securities held by the Domestic Funds is reported herein. For purposes of Section 16 of the Securities Exchange Act of 1934, each Reporting Person disclaims beneficial ownership of any such securities, except to the extent of his/its indirect pecuniary interest therein, if any, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or otherwise.
- 3. Deerfield Management Company, L.P. is the investment manager of Deerfield International Limited, L.P. and Deerfield Special Situations Fund International Limited (the "Offshore Funds"). James E. Flynn is the managing member of the general partner of Deerfield Management Company, L.P. In accordance with Instruction 4(b)(iv) to Form 4, the entire amount of the Issuer's securities held by the Offshore Funds is reported herein. For purposes of Section 16 of the Securities Exchange Act of 1934, each Reporting Person disclaims beneficial ownership of any such securities, except to the extent of his/its indirect pecuniary interest therein, if any, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 or otherwise.

Remarks

Darren Levine, Attorney-in-Fact: Power of Attorney which is hereby incorporated by reference to Exhibit 24 of the Form 4 filed by the Reporting Persons on June 30, 2008 which respect to Dynavax Technologies Corp. This Form 4 includes all transactions effected by the Reporting Persons in shares of the Issuer on October 22, 2008, regardless of at which point during said date the Reporting Persons cease being members of a 13(d) group beneficially owning greater than 10% of the outstanding shares of the Issuer.

/s/ Darren Levine, Attorney-In-Fact 10/24/2008

** Signature of Reporting Person Date

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

- * 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.

Joint Filer Information

Names:

Deerfield Capital L.P., Deerfield Partners, L.P., Deerfield International Ltd., Deerfield Special Situations Fund, L.P., Deerfield Management Company, L.P., Deerfield Special Situations Fund International

Limited

Address:

Deerfield Capital, L.P., Deerfield Partners, L.P., Deerfield Special Situations Fund, L.P., Deerfield

Management Company, L.P. 780 Third Avenue, 37th Floor

New York, NY 10017

Deerfield International Ltd., Deerfield Special

Situations Fund International Limited

c/o Bisys Management

Bison Court, Columbus Centre, P.O. Box 3460

Road Town, Tortola British Virgin Islands

Designated Filer:

James E. Flynn

Issuer and Ticker Symbol: Dynavax Technologies Corp. [DVAX]

Date of Earliest Transaction October 22, 2008

to be Reported:

The undersigned, Deerfield Capital, L.P., Deerfield Private Design Fund, L.P., Deerfield Private Design International, L.P., Deerfield Special Situations Fund, L.P., Deerfield Management Company, L.P. and Deerfield Special Situations Fund International Limited are jointly filing the attached Statement of Changes In Beneficial Ownership on Form 4 with James E. Flynn with respect to the beneficial ownership of securities of Dynavax Technologies Corporation

Signatures:

DEERFIELD CAPITAL, L.P.

By: J.E. Flynn Capital LLC, General Partner

By: /s/ Darren Levine

Darren Levine, Authorized Signatory

DEERFIELD SPECIAL SITUATIONS FUND, L.P.

By: Deerfield Capital, L.P.

By: J.E. Flynn Capital LLC, General Partner

By: /s/ Darren Levine

Darren Levine, Authorized Signatory

DEERFIELD MANAGEMENT COMPANY, L.P.

By: Flynn Management LLC, General Partner

By: /s/ Darren Levine

Darren Levine, Authorized Signatory

DEERFIELD SPECIAL SITUATIONS FUND INTERNATIONAL LIMITED

By: Deerfield Management Company

By: Flynn Management LLC, General Partner

By: /s/ Darren Levine

Darren Levine, Authorized Signatory

DEERFIELD PARTNERS, L.P.

By: Deerfield Capital, L.P.

By: J.E. Flynn Capital, LLC, General Partner

By: /s/ Darren Levine
Darren Levine, Authorized Signatory

DEERFIELD INTERNATIONAL LIMITED

By: Deerfield Management Company

By: Flynn Management LLC, General Partner

By: /s/ Darren Levine

Darren Levine, Authorized Signatory