

No. **C 104397**

Due no later than December 31, 2003
Annual Report Form

2. Registered Agent and Office **NO PO BOX**

Return to:

SECRETARY OF STATE
700 WEST JEFFERSON
PO BOX 83720
BOISE, ID 83720-0080

1. Mailing Address - Correct in this box, if applicable

GENENTECH, INC.
ATTN LEGAL DEPT CORPORATE SECRETARY MS.
1 DNA WAY

CORPORATION SERVICE COMPAN
1401 SHORELINE DR STE 2

BOISE, ID 83702

**NO FILING FEE IF
RECEIVED BY DUE DATE**

SOUTH SAN FRANCISCO, CA 94080

3. New Registered Agent Signature

4. Corporations: Enter Names and Business Addresses of President, Secretary and Directors.

<u>Office held</u>	<u>Name</u>	<u>Street or P.O. Address</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
	Arthur D. Levinson Chairman, President & CEO	1 DNA Way	South San Francisco	CA	94080

Stephen G. Juelsgaard Executive Vice President, General Counsel & Secretary	1 DNA Way	South San Francisco, CA	94080
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(Please see attached list for directors.)

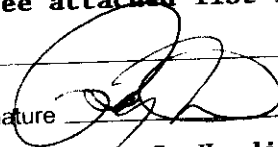
5. Organized Under the Laws of:

DELAWARE
C 104397

6.

Signature

Name
(Typed or
Printed)


Roy C. Hardiman



Date

12/1/03
Vice President,

Title Corporate Law &

Assistant Secretary

Genentech, Inc.

a Delaware Corporation

Federal I.D. No. 94-2347624

List of Directors

Last Revised: February 2000

Name	Business Address	Served as Director Since
Herbert W. Boyer, Ph.D.	P.O. Box 7318 Rancho Santa Fe, CA 92067	April 1976, Re-elected September 1999
Franz B. Humer, Ph.D. Chairman and Chief Executive Officer, The Roche Group	F. Hoffmann-La Roche Ltd Schaffhauser Rheinweg 125 Building 21, Room 139 4070 Basel, Switzerland	June 1995
Jonathan K.C. Knowles, Ph.D. President of Global Research, The Roche Group	F. Hoffmann-La Roche Ltd Schaffhauser Rheinweg 125 Building 71, Room 145 4070 Basel, Switzerland	February 1998
Arthur D. Levinson, Ph.D. Chairman, President and CEO, Genentech, Inc.	Genentech, Inc. 1 DNA Way South San Francisco, CA 94080	July 1995
Sir Mark Richmond, Ph.D.	University College London The Rubin Building 29/30 Tavistock Square London WC1H 9EZ United Kingdom	August 1999
Charles A. Sanders, M.D.	Europa Center 100 Europa Drive, Suite 170 Chapel Hill, NC 27514	August 1999