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PROTEIN DESIGN LABS INC/DE Form 4 October 06, 2005 **OMB APPROVAL** FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading QUEEN CARY L Issuer Symbol PROTEIN DESIGN LABS INC/DE (Check all applicable) [PDLI] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) C/O PROTEIN DESIGN LABS. 10/04/2005 INC., 34801 CAMPUS DRIVE (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person _ Form filed by More than One Reporting FREMONT, CA 94555 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) anv Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount Price (D) Common S⁽¹⁾ 10/04/2005 3,000 D \$ 30 1,966,800 D Stock Common 4,400 I by trust (2) Stock Common 4,400 I by trust (3)Stock Common I by trust (4)4.400 Stock Common 4,400 I by trust (5)Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. onNumber	6. Date Exerc Expiration Da		7. Title Amour		8. Price of Derivative	9. Nu Deriv
Security	or Exercise Price of Derivative Security	(any (Month/Day/Year)	Code	of	(Month/Day/		Underl		Security	Secu
(Instr. 3)				(Instr. 8)	Derivative	· · · ·	Securities (Instr. 3 and 4)		(Instr. 5)	Bene	
(1150.5)				(1150.0)		Securities Acquired				Owne	
								(msu: 5 and 4)		Follo	
	Security				-						
					(A) or Disposed						Repo
					Disposed					Trans	
					of (D)					(Instr	
					(Instr. 3, 4)						
					4, and 5)						
									Amount		
						D	Expiration Date	or	or		
						Date Exercisable			Number		
									of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
QUEEN CARY L C/O PROTEIN DESIGN LABS, INC. 34801 CAMPUS DRIVE FREMONT, CA 94555	Х						
Signatures							

/s/ Glen Y. Sato by Glen Y. Sato, Attorney in Fact for Cary L. Queen

**Signature of Reporting Person

Explanation of Responses:

- 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).
- (1) Sale was made pursuant to a 10b5-1 plan established by the reporting person.
- By the Dawn Suisun Queen 1995 Irrevocable Trust. The reporting person disclaims beneficial ownership of all shares owned by such (2)trust, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares.
- By the Heather Kugelmass 1995 Irrevocable Trust. The reporting person disclaims beneficial ownership of all shares owned by such trust, (3) and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares.
- By the Bret Kugelmass 1995 Irrevocable Trust. The reporting person disclaims beneficial ownership of all shares owned by such trust, (4) and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares.

10/06/2005

Date

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(5) By the Rachel Kugelmass 1995 Irrevocable Trust. The reporting person disclaims beneficial ownership of all shares owned by such trust, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.