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Form 4									
January 11							PPROVAL		
FOR	VI 4 UNITED	STATES SECU	RITIES AND	EXCHANGE	COMMISSION				
Check	this box	Wa	ashington, D.C	Number:	3235-0287				
if no lo subject Section Form 4 Form 5 obligat may co	nger to 16. or Filed put	rsuant to Section (a) of the Public U	SECURITII 16(a) of the Sec Jtility Holding	E S curities Excha Company Act	of 1935 or Sectio	January 31, 2005 average urs per . 0.5			
1(b).	truction	30(h) of the I	nvestment Con	ipany Act of I	940				
(Print or Type	e Responses)								
	Address of Reporting ETTTA M	Symbol	er Name and Tick		5. Relationship of Reporting Person(s) to Issuer				
			A INC DE/ [G]	-	(Check all applicable)				
(Last) C/O GEN INCORPO CONNEL	TA DRATED, TWO		of Earliest Transac Day/Year) 2005	tion	Director 10% Owner X Officer (give title Other (specify below) below) below) President Pharm. Dev. and CMO				
	(Street)		endment, Date Or onth/Day/Year)	iginal	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person				
BERKELI	EY HEIGHTS, NJ	07922			Person	Nore than One R	eporting		
(City)	(State)	(Zip) Tal	ole I - Non-Deriva	tive Securities A	Acquired, Disposed of	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	TransactionAcqu Code Dispo	(A) or	SecuritiesHBeneficially(Owned(5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	eport on a separate line	e for each class of sec	urities beneficially	owned directly	or indirectly.				
			in re di	formation cont quired to resp	spond to the collect tained in this form ond unless the for ntly valid OMB con	are not m	SEC 1474 (9-02)		
	Tab		curities Acquired ls, warrants, optic		Beneficially Owned securities)				
1. Title of Derivative		nsaction Date 3A. D h/Day/Year) Execu		5. Numbe nsactiorDerivativ			7. Title and Amount Underlying Securitie		

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month	/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and	4)		
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar		
Options to acquire Common Stock	\$ 1.62 01	/07/2005			A	30,000	01/07/2006(1)	01/07/2015	Common Stock, par value \$.001	30,00		
Reporting Owners												
Reporting Owner Name / Address			Director	Relationships				Other				
ITRI LORETTTA M C/O GENTA INCORPORATED TWO CONNELL DRIVE BERKELEY HEIGHTS, NJ 07922			President Pharm. Dev. and CMO									
Signat	ures											
/s/ LORE M.D.	ΓΤΑ Μ. ITRI,	01	/11/200	5								
**Signature of	Reporting Person		Date									

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) These options were in granted in accordance with Genta's compensation program. The options become exercisable in four equal annual installments of 25% each, on January 7, 2006, January 7, 2007, January 7, 2008 and January 7, 2009.

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.