

GENENCOR INTERNATIONAL INC
 Form 4
 April 22, 2005

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 *
COBB CAROLE B

2. Issuer Name and Ticker or Trading Symbol
GENENCOR INTERNATIONAL INC [GCOR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
925 PAGE MILL ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/20/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP - Global Supply

PALO ALTO, CA 94304

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock, \$.01 par value	04/20/2005		U(1)		15,906 (1) \$ 19.25 (1)	D	
Common Stock, \$.01 par value	04/21/2005		U(2)		1,100 (2) \$ 19.25 (2)	I	By Husband
Common Stock, \$.01 par value	04/21/2005		U(2)		1,200 (2) (3) \$ 19.25 (2)	I	See Footnote (3)

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.

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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 Derivative Security	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 (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (I
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.77	04/21/2005		U ⁽⁴⁾	208,794 ⁽⁴⁾	⁽⁴⁾ ⁽⁴⁾	Common Stock, par value \$.01 per share	208,794 ⁽⁴⁾
Stock Option (Right to Buy)	\$ 16.23	04/21/2005		U ⁽⁴⁾	45,000 ⁽⁴⁾	⁽⁴⁾ ⁽⁴⁾	Common Stock, par value \$.01 per share	45,000 ⁽⁴⁾
Stock Option (Right to Buy)	\$ 14.52	04/21/2005		U ⁽⁴⁾	45,000 ⁽⁴⁾	⁽⁴⁾ ⁽⁴⁾	Common Stock, par value \$.01 per share	45,000 ⁽⁴⁾
Stock Option (Right to Buy)	\$ 9.7	04/21/2005		U ⁽⁵⁾	6,000 ⁽⁵⁾	⁽⁵⁾ ⁽⁵⁾	Common Stock, par value \$.01 per share	6,000 ⁽⁵⁾
Stock Option (Right to Buy)	\$ 14.52	04/21/2005		U ⁽⁵⁾	1,500 ⁽⁵⁾	⁽⁵⁾ ⁽⁵⁾	Common Stock, par value \$.01 per share	1,500 ⁽⁵⁾

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

