

Edgar Filing: GENTA INCORPORATED /DE/ - Form 4

GENTA INCORPORATED /DE/
Form 4
February 08, 2002

FORM 4

OMB APPROVAL

// Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligation may continue
See Instruction 1(b)
(Print or Type Response)

OMB NUMBER: 3235-0104
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Williams Bruce A.

(Last) (First) (Middle)

c/o Genta Incorporated
Two Connell Drive

(Street)

Berkeley Heights NJ 07922

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Genta Incorporated (Nasdaq: GNTA)

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year

January 2002

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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[] Director [] 10% Owner
 [X] Officer (give title below) [] Other (specify below)

Sr. VP Sales & Marketing

7. Individual or Joint/Group Filing (Check Applicable Line)

[X] Form filed by One Reporting Person
 [] Form filed by more than One Reporting Person

Table I -- Non Derivative Securities Acquired, Disposed of,
 or Beneficially Owned

	2.	3.	4.		
1.	Transaction	Transaction	Securities Acquired (A) or		
Title of Security	Date	Code	Disposed of (D)		
(Instr. 3)	(month/ day/year)	(Instr. 8) Code V	Amount	or	Price
				(A)	(D)

Common Stock, par value \$.001

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

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* If the form is filed by more than one reporting person, see Instruction 5(b) (v).

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SEC1474 (3-99)

FORM 4 (Continued)

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

1.	2.	3.	4.	5.	6.		7.	
Title of Derivative Security (Instr. 3)	Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	Trans- action Date (Month/ Day/ Year)	Trans- action Code (Instr. 8) Code V	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) A D	Exer- cisable	and Expira- tion Date (Month/Day/Year)	Title	Amount of Underlying Securities (Instr. 3 and 4) ----- Amount of Number of Shares
Options to acquire Common Stock (1)	\$13.70	1/25/02	A			1/25/03 1/25/13	Common Stock, par value \$.001	35,000

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Explanation of Responses:

(1) These options were granted as part of an annual bonus. These options vest equally over the next four (4) years.

/s/ Bruce A. Williams

February 8, 2002

**Signature of Reporting Person

Date

** 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.

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