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GERON CORPORATION
Form 8-K
January 14, 2005

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): January 12, 2005

GERON CORPORATION

(Exact name of registrant as specified in its charter)

Delaware	0-20859	75-2287752
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

230 CONSTITUTION DRIVE
MENLO PARK, CALIFORNIA 94025
(Address of principal executive offices, including zip code)

(650) 473-7700
(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement.

On January 12, 2005, the Compensation Committee of the Board of Directors of Geron Corporation (the "Company") approved bonus payments for fiscal year 2004 in the form of shares of the Company's Common Stock for the

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following executive officers in the amounts set forth opposite the name of each executive officer.

Name	Bonus Amount
David J. Earp, J.D., Ph.D.	11,766 shares of Common Stock
David L. Greenwood	17,135 shares of Common Stock
Calvin B. Harley, Ph.D.	9,929 shares of Common Stock
Melissa A. Kelly	8,648 shares of Common Stock
Jane S. Lebkowski, Ph.D.	11,680 shares of Common Stock
Thomas B. Okarma, M.D., Ph.D.	28,891 shares of Common Stock

Bonus payments for fiscal year 2004 in the form of the Company's Common Stock were also approved for other employees of the Company. All stock bonuses for the Company's executive officers and employees were issued pursuant to the terms of the Company's 2002 Equity Incentive Plan.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GERON CORPORATION

Date: January 14, 2005

By: /s/ David L. Greenwood

David L. Greenwood
Executive Vice President and
Chief Financial Officer