

Edgar Filing: GENTA INCORPORATED /DE/ - Form 4

GENTA INCORPORATED /DE/
 Form 4
 May 09, 2002

 FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

// CHECK BOX IF NO
 LONGER SUBJECT TO
 SECTION 16. FORM 4
 OR FORM 5 OBLIGATIONS
 MAY CONTINUE. SEE
 INSTRUCTION 1(b).

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*			2. Issuer Name and Ticker or Trading Symbol	6. R
Warrell, Jr.	Raymond	P.	Genta Incorporated (Nasdaq: GNTA)	I
(Last)	(First)	(Middle)		
c/o Genta Incorporated			3. IRS Identification	4. Statement for
Two Connell Drive			Number of Reporting	Month/Year
			Person, if an Entity	May 2002
			(Voluntary)	
(Street)				5. If Amendment,
Berkeley Heights	NJ	07922		Date of Original
(City)	(State)	(Zip)		(Month/Year)
				7. I
				(

TABLE 1 -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIAL OWNERSHIP

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Transac- tion Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount o curities cially O End of M (Instr.
		Code V	Amount (A) or Price (D)	
Common Stock, par value \$.001	5/06/02	P	3,000 A \$11.60	23,800
Common Stock, par value \$.001				10,000

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
 *If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE
 UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.
 SEC1474 (3-99)

(Print or Type Response)

FORM 4 (CONTINUED)

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)	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.
			Code V	(A) (D)	Date Exercisable	Expiration Date

1. Title of Derivative Security (Instr. 3)	9. Number of Derivative Securities Beneficially	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership
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Owned at End
of Month
(Instr. 4)

Direct (D)
or Indirect (I)
(Instr. 4)

(Instr. 4)

5,363,262

D

Explanation of Responses:

- (1) Does not include 1,000 shares held by the Reporting Person's spouse's individual retirement account or 5,995 shares held by Reporting Person's spouse issued as a hiring bonus.
- (2) Held by the Reporting Person's individual retirement account.
- (3) Shares issued to Relgen LLC, a privately held corporation, of which the Reporting Person is the majority stockholder.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. /s/
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). -----

**Si

Note. File three copies of this form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedure.

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REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB NUMBER.