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NORTHFIELD LABORATORIES INC /DE/  
Form DEFA14A  
September 12, 2002

SCHEDULE 14A  
(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION

PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES  
EXCHANGE ACT OF 1934 (AMENDMENT NO. )

Filed by the registrant

Filed by a party other than the registrant

Check the appropriate box:

- Preliminary proxy statement                       Confidential, for Use of the  
Commission Only (as permitted by  
Rule 14a-6(e)(2))
- Definitive proxy statement
- Definitive additional materials
- Soliciting material pursuant to Rule 14a-12

NORTHFIELD LABORATORIES INC.

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(Name of Registrant as Specified in Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of filing fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and  
0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed  
pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the  
filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

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Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, schedule or registration statement no.:

(3) Filing party:

(4) Date filed:

[NORTHFIELD LABORATORIES INC. LETTERHEAD]

FOR FURTHER INFORMATION:

AT NORTHFIELD LABORATORIES:	AT FRB   WEBER SHANDWICK:	
Steven A. Gould, M.D.	Lisa Fortuna	Cindy Martin
Chief Executive Officer	Investors	Media
(847) 864-3500	(312) 640-6779	(312) 640-6741

FOR IMMEDIATE RELEASE  
THURSDAY, SEPTEMBER 12, 2002

NORTHFIELD ENCOURAGES SHAREHOLDERS  
TO PARTICIPATE IN ANNUAL MEETING

EVANSTON, ILLINOIS, SEPTEMBER 12, 2002 - NORTHFIELD LABORATORIES INC. (NASDAQ/NMS: NFLD), a leading developer of an oxygen-carrying blood substitute for trauma and elective surgery situations, today encouraged its shareholders to participate in the Company's annual meeting of shareholders to be held at 10:00 a.m. CDT on September 13, 2002.

Dr. Steven A. Gould, Northfield's Chairman and Chief Executive Office, said, "Since assuming my duties as Northfield's Chief Executive Officer, I've enjoyed speaking with many of the Company's shareholders and I am looking forward to meeting many of them in person on Friday. For those shareholders who are not able to attend," Dr. Gould indicated, "the meeting this year will be broadcast live over the Internet and shareholders will also be able to listen to the meeting by conference telephone."

Dr. Gould noted that management will provide a business presentation at the

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meeting and that there will be a shareholder question and answer session following the presentation. "We look forward to updating shareholders on developments regarding Northfield's PolyHeme(TM) blood substitute product," Dr. Gould commented, " as well as our strategies for the future, including our efforts to expand our senior management, raise additional capital, secure a partnership with a major pharmaceutical company and increase Northfield's profile in the scientific and investment communities."

The Internet webcast of Northfield's annual meeting may be accessed by visiting Northfield's website at [www.northfieldlabs.com](http://www.northfieldlabs.com) or by logging on to [www.tfprn.com](http://www.tfprn.com). Participants may also access the slides online and listen to management's comments by dialing 800-452-1315 (domestic) or 706-634-7372 (international). Internet participants who wish to ask a question during the live question and answer session will be able to click on an "ask a question" link that will be available on both websites. Participants listening on the phone will be able to forward a question to management through the operator.

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A replay of the webcast will be available at [www.northfieldlabs.com](http://www.northfieldlabs.com) and [www.tfprn.com](http://www.tfprn.com) for 30 days following the event. The audio only replay will be available until September 20 and may be accessed by dialing 800-642-1687 (domestic) or 706-645-9291, passcode 5496500.

Statements in this release that are not strictly historical are "forward-looking" statements that are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements involve known and unknown risks, which may cause the company's actual results in the future to differ materially from expected results. These risks include, among others: competition from other blood substitute products; the company's ability to obtain regulatory approval to market PolyHeme commercially; the company's and/or its representative's ability to successfully market and sell PolyHeme; the company's ability to manufacture PolyHeme in sufficient quantities; the company's ability to obtain an adequate supply of raw materials; the company's ability to maintain intellectual property protection for its proprietary product and to defend its existing intellectual property rights from challenges by third parties; the availability of capital to finance planned growth; and the extent to which the hospitals and physicians using PolyHeme are able to obtain third-party reimbursement, as described in the company's filings with the Securities and Exchange Commission.

VISIT THE NORTHFIELD WEBSITE AT: [www.northfieldlabs.com](http://www.northfieldlabs.com)  
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