# Edgar Filing: GENTA INCORPORATED /DE/ - Form 4

### GENTA INCORPORATED /DE/

Form 4 June 07, 2002

OMI	B APPROVAL	
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

(Check all applicable)

#### 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

|\_| 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) \_\_\_\_\_\_ 1. Name and Address of Reporting Person\* (First) (Middle) (Last) c/o Genta Incorporated, Two Connell Drive (Street) 07922 Berkeley Heights NJ \_\_\_\_\_\_ (City) (State) (Zip) \_\_\_\_\_\_\_ 2. Issuer Name and Ticker or Trading Symbol Genta Incorporated (Nasdag: GNTA) \_\_\_\_\_\_ 3. I.R.S. Identification Number of Reporting Person, if an Entity (Voluntary) \_\_\_\_\_\_ 4. Statement for Month/Year May 2002 \_\_\_\_\_\_ 5. If Amendment, Date of Original (Month/Day/Year) \_\_\_\_\_\_ 6. Relationship of Reporting Person(s) to Issuer

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|\_| 10% Owner

|\_| Other (specify below)

VP & C	Chief Technical O	fficer		
7. Individual or Joint/Group Fil	ing (Check Appli	cable Line)	========	=
X  Form filed by One Report	-	rson		
Table I Non-Deriva	ative Securities A		posed of,	=
	2. Transaction	Code		Se 5) Be Ov
Title of Security	Date  (Month/Day/Year)		Amount o	
Common Stock, par value \$.001		X		
Common Stock, par value \$.001	5/01/02		6,000 D	\$13.5802
Common Stock, par value \$.001	5/15/02	X		
Common Stock, par value \$.001			6,000 D	

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  $5\left(b\right)\left(v\right)$  .

FORM 4 (continued)

|\_| Director

|X| Officer (give title below)

Table II -- Derivative Securities Beneficially Owned

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(e.g., puts, calls, warrants, options, convertible securities)

1. Title of	Price Tr	3. Trans- action Date		or Disposed		Expiration Date			
Derivative Security	-	(Month/		•	•	Date Exer-	Expira-		Number of
(Instr. 3)		-	Code V	(A)	(D)			Title	Shares
Options to acquire Common Stock (2)	\$0.94375	5/01/02	x		6,000	3/31/99	5/28/08	Common Stock, par value \$.001	6,000
Options to acquire Common Stock (2)	\$0.94375	5/15/02	х		6,000	3/31/99	5/28/08	Common Stock, par value \$.001	6,000

## Explanation of Responses

- (1) Does not include 12,000 shares held by the Reporting Person's children's individual retirement accounts.
- (2) Issued under the Company's 1998 Employee Stock Incentive Plan. The options were exercised and the stock was sold under a Company approved Rule 10b5-1 Trading Plan.
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

/s/ Robert E. Klem June 7, 2002
-----\*\* Signature of Reporting Person Date

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.