

Edgar Filing: KEANE WILLIAM P - Form 4

KEANE WILLIAM P  
Form 4  
November 08, 2002

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

FORM 4

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  
obligations may continue. See Instruction 1(b).

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OMB APPROVAL  
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OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden  
Hours per response 0.5  
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1. Name and Address of Reporting Person\*

Keane William P.  
-----  
(Last) (First) (Middle)

c/o Genta Incorporated  
Two Connell Drive

-----  
(Street)

Berkeley Hights NJ 07922

-----  
(City) (State) (Zip)

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2. Issuer Name and Ticker or Trading Symbol

Genta Incorporated (Nasdaq: GNTA)

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

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4. Statement for Month/Day/Year

October 28, 2002

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

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

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

Chief Financial Officer

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

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(Over)

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 Table I -- Non-Derivative Securities Acquired, Disposed of,  
 or Beneficially Owned  
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| 1.<br>Title of Security<br>(Instr. 3) | 2.<br>Transaction<br>Date<br>(Month/Day/<br>Year) | 2A.<br>Deemed<br>Execution<br>Date, if any<br>(Month/Day/<br>Year) | 3.<br>Transaction<br>Code<br>(Instr. 8)<br>-----<br>Code V | 4.<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5)<br>-----<br>(A)<br>or<br>(D) Price | 5.<br>Amo<br>Sec<br>Ben<br>Own<br>Rep<br>Tra<br>(In<br>and |
|---------------------------------------|---|--|--|---|--|
|---------------------------------------|---|--|--|---|--|

Common Stock,  
 par value \$.001

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 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  
 4(b)(v).

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(Over)

FORM 4 (continued)

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

| 1.<br>Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conver-<br>sion<br>or<br>Exer-<br>cise<br>Price<br>of<br>Deriv-<br>ative<br>Secur-<br>ity | 3.<br>Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3A.<br>Execu-<br>tion<br>Date,<br>if any<br>(Month/<br>Day/<br>Year) | 4.<br>Trans-<br>action<br>Code<br>(Instr.<br>8)<br>-----<br>Code V | 5.<br>Number of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4 and 5)<br>-----<br>(A) (D) | 6.<br>Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year)<br>-----<br>Date Expira-<br>tion<br>Date | 7.<br>Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3<br>and 4)<br>-----<br>Amount<br>or<br>Number<br>of<br>Shares | 8<br>P<br>o<br>D<br>a<br>S<br>i<br>(<br>5 |
|--|---|--|--|--|---|---|--|---|
| Options to<br>acquire Common<br>Stock (1)              | \$7.38  | 10/28/02   |  | A  |   | 10/28/03 10/28/12   | Common<br>Stock,<br>par<br>value<br>\$.001   | 100,000                                   |

Explanation of Responses:

- (1) These options were granted upon employment with Genta Incorporated. These options vest equally over the next four (4) years.

/s/ William P. Keane

November 1, 2002

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\*\*Signature of Reporting Person

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Date

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

\*\* 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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