Edgar Filing: SCARLETT JOHN A - Form 4

SCARLETT JO Form 4	HN A										
February 14, 20	13										
FORM 4			CECU	DITIES					PPROVAL		
Washington, D.C. 20549								N OMB Number:	3235-0287		
Check this bo if no longer subject to Section 16. Form 4 or	subject to Section 16. SECURITIES							Estimated burden hou	urs per		
Form 5 obligations may continue <i>See</i> Instructio 1(b).	Section 17(a) of the l	Public U	Jtility Ho	lding Co		inge Act of 1934, t of 1935 or Secti 1940		. 0.5		
(Print or Type Resp	onses)										
1. Name and Addre SCARLETT JO	2. Issuer Name and Ticker or Trading Symbol GERON CORP [GERN]				5. Relationship of Reporting Person(s) to Issuer						
(Last)							(Check all applicable)				
C/O GERON C COMMONWE SUITE 2070			(Month/1 02/13/2	Day/Year) 2013			X Director X Officer (gi below) Pre		% Owner ler (specify		
(Street) 4. If Amen Filed(Mont MENLO PARK, CA 94025					-	oint/Group Filing(Check One Reporting Person More than One Reporting					
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	e Securities A	Person Acquired, Disposed	of, or Beneficia	lly Owned		
	ransaction Date nth/Day/Year)		Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, Amount	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Reminder: Report o	on a separate line	e for each cl	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.								n are not rm	SEC 1474 (9-02)		
	Tab					sposed of, or convertible	Beneficially Owned securities)	d			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie

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Security (Instr. 3)	or Exercise Price of Derivative Security		any Code (Month/Day/Year) (Instr. 8)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour Numbe Shares
Employee Stock Option (right to buy)	\$ 1.5	02/13/2013		A		1,340,000		<u>(1)</u>	02/13/2023	Common Stock	1,34(

Reporting Owners

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other SCARLETT JOHN A C/O GERON CORPORATION Х President and CEO 149 COMMONWEALTH DRIVE, SUITE 2070 MENLO PARK, CA 94025 Signatures /s/ Olivia Bloom for John 02/14/2013 Scarlett **Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) This option vests in a series of 48 consecutive equal monthly installments commencing February 13, 2013, provided the optionee continues to provide services to the Company.

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.