

Edgar Filing: VON HOFF DANIEL - Form 4

VON HOFF DANIEL  
Form 4  
February 19, 2003

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OMB APPROVAL  
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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(h) 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).

-----  
1. Name and Address of Reporting Person\*

Von Hoff Daniel D.  
-----  
(Last) (First) (Middle)

c/o Genta Inc.  
Two Connell Drive

-----  
(Street)

Berkeley Heights NJ 07922  
-----  
(City) (State) (Zip)

-----  
2. Issuer Name and Ticker or Trading Symbol

Genta Incorporated (Nasdaq: GNTA)  
-----

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

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4. Statement for Month/Day/Year

February 13, 2003  
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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)

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

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

(Over)

Table I -- Non-Derivative Securities Acquired, Disposed of,  
or Beneficially Owned

| 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) | 5.<br>Amount<br>Price |
|---------------------------------------|---|--|--|---|-----------------------|
|---------------------------------------|---|--|--|---|-----------------------|

Common Stock, par  
value \$.001

(Over)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

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(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>Deemed<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 acquire Common Stock (1)                    | \$6.86  | 2/13/03  |  | A  |   | 2/13/03    2/13/13   | Common Stock, par value \$.001   | 20,000                                    |
|  |   |  |  |  |   |  |  |   |
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Explanation of Responses:

- (1) These options were granted for attending scheduled Board Meeting. These options vest immediately upon grant.

/s/ Daniel D. Von Hoff

February 14, 2003

\*\*Signature of Reporting Person

Date

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).

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\*\* 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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