

ADVENTRX PHARMACEUTICALS INC

Form 3

March 09, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**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

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Â Cantwell Mark Joseph

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/28/2006

3. Issuer Name **and** Ticker or Trading Symbol

ADVENTRX PHARMACEUTICALS INC [ANX]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ X Officer ☐ Other

(give title below) (specify below)

VP, Research & Development

6. Individual or Joint/Group

Filing(Check Applicable Line)

☒ X Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person6725 MESA RIDGE
RD.,Â SUITE 100

(Street)

SAN DIEGO,Â CAÂ 92121

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative
Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Exercisable
Expiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

(Instr. 5)

Option to Purchase Common Stock	11/03/2004 ⁽¹⁾	12/30/2008	Common Stock	50,000	\$ 1.4	D	Â
Option to Purchase Common Stock	01/01/2006 ⁽²⁾	07/13/2015	Common Stock	50,000	\$ 2.3	D	Â
Option to Purchase Common Stock	01/01/2007 ⁽³⁾	01/01/2016	Common Stock	50,000	\$ 4.75	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cantwell Mark Joseph 6725 MESA RIDGE RD. SUITE 100 SAN DIEGO, CA 92121	Â	Â	Â VP, Research & Development	Â

Signatures

/s/ Mark J.
Cantwell

03/09/2006

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 is fully vested as the date of this report.
- (2) This option vested and became exercisable with respect to one-fourth of the shares on January 1, 2006, and will vest and become exercisable with respect to one-forty eight of the shares at the end of each successive month after January 1, 2006.
- (3) This option will vest and become exercisable with respect to one-fourth of the shares on January 1, 2007 and as to one-forty-eighth of the shares at the end of each successive month after January 1, 2007.

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.