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GENTA INCORPORATED /DE/ Form 4

Form 4 July 09, 2002

OMI	B 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
obligation may continue. See Instruction 1(b).

(Print or Type Responses) ______ 1. Name and Address of Reporting Person* (First) (Middle) (Last) c/o Genta Incorporated, Two Connell Drive (Street) Berkeley Heights NJ 07922 ______ (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 June 2002 ______ 5. If Amendment, Date of Original (Month/Year) ______

6. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

1

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X Director _ Officer (give title be	_ - -	•	ecify below)		
7. Individual or Joint/Group Fi X Form filed by One Repor	ling (Check Appliating Person	cable Line)			
Table I Non-Deriv	Beneficially Own	Acquired, Dis	posed of,		
1. Title of Security	2. Transaction Date	3. Transaction Code (Instr. 8)	Disposed of (Instr. 3, 4	and 5)	5. Amo Sec Ber Owr of (Ir
(Instr. 3)	(Month/Day/Year)	Code V	Amount	(D)	and
Reminder: Report on a separate owned directly or indirectly. * If the Form is filed by more 5(b)(v).				lly	
FORM 4 (continued)					
Table II Derivative Securiti (e.g., puts, calls,				wned	

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1.	Conversion or Exercise 3. Price Transof action	3. Trans- action	Code	Number of Derivative Securities Acquired (A) or Disposed of (D)		Expiration Date (Month/Day/Year)		Amount	
Title of Derivative	Deriv- ative	Date (Month/	(Instr. 8)		•	Date	Expira-		of Number
Security	Secur-	Day/				Exer-	tion		of
(Instr. 3)	ity	Year)	Code V	(A)	(D)	cisable	Date	Title	Shares
Options to acquire Common Stock (1)	\$7.65	6/20/02	A			6/20/02	6/20/12	Common Stock, par value \$.001	13,333

Explanation of Responses:

/s/ Patrick J. Zenner July 8, 2002

** 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 $4\,(\mathrm{b})\,(\mathrm{v})$.
- ** 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