

Gentium S.p.A.  
Form 6-K  
May 22, 2009

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

Form 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE  
SECURITIES EXCHANGE ACT OF 1934

For the month of May, 2009.

Commission File Number 000-51341

Gentium S.p.A.

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(Translation of registrant's name into English)

Piazza XX Settembre 2, 22079 Villa Guardia (Como), Italy

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(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.  
Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.  
Yes ☐ No ☒

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):  
82-\_\_\_\_\_.



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Attached hereto as Exhibits 1 through 4 are materials sent to shareholders of Gentium S.p.A. in connection with both an Ordinary and Extraordinary Meeting of Shareholders scheduled to be held on June 26, 2009 (first call) and, if necessary, June 30, 2009 (second call). This report and the exhibits attached thereto are incorporated by reference into the registration statements of Gentium S.p.A. on Forms F-3: File No. 333-135622, File No. 333-137551, File No. 333-138202, File No. 333-139422 and File No. 333-141198 and on Forms S-8: File No. 333-137534 and File No. 333-146534.

Exhibit Description

- |          |                                                                                   |
|----------|-----------------------------------------------------------------------------------|
| <u>1</u> | <u>Notice of Call</u>                                                             |
| <u>2</u> | <u>Board report to shareholders regarding Ordinary Shareholders' Meeting</u>      |
| <u>3</u> | <u>Board report to shareholders regarding Extraordinary Shareholders' Meeting</u> |
| <u>4</u> | <u>Proxy card</u>                                                                 |
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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

GENTIUM S.P.A.

|        |                                                      |
|--------|------------------------------------------------------|
| By:    | /s/ Gary G. Gemignani                                |
| Name:  | Gary G. Gemignani                                    |
| Title: | Executive Vice President and Chief Financial Officer |

Date: May 22, 2009

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INDEX TO EXHIBITS

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