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GENTA INCORPORATED /DE/

Form 4 August 20, 2002

OMF	B APPROVA	λT,	
OMB Number		35-0287	
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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(f) 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* Warrell, Jr. Raymond (First) (Middle) (Last) c/o Genta Incorporated, Two Connell Drive (Street) 07922 Berkeley Heights NJ ______ (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) ______ 4. Statement for Month/Year August 2002

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

5. If Amendment, Date of Original (Month/Year)

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X Director X Officer (give title be	_ elow)		ecify below)			
	Executive Officer					
7. Individual or Joint/Group Fi	ling (Check Appli			=====		
X Form filed by One Repor		rson				
Table I Non-Deriv	Beneficially Own	Acquired, Dis	sposed of,			
1.	2. Transaction Date	Code (Instr. 8)	4. Securities A Disposed of (Instr. 3, 4	(D) and 5) (A)	Se Be Ow of	
Title of Security (Instr. 3)	(Month/Day/Year)	Code V	- Amount	or (D)		(In and
Common Stock, par value \$.001	8/19/02	P	4,000	А	\$8.10	27
Common Stock, par value \$.001						
				======	:	
Reminder: Report on a separate owned directly or indirectly.	line for each cla	ss of securit	ies beneficia	lly		
* If the Form is filed by more 5(b)(v).	than one Reportin	g Person, see	e Instruction			
FORM 4 (continued)						
Table II Derivative Securiti (e.g., puts, calls,	warrants, option	s, convertibl	e securities)			

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	2.								
	Conver-			5.				7.	
	sion	sion		Number	Number of		Title and Amount		
	or			Derivat	tive	6.		of Underl	ying
	Exer-		4.	Securit	ties	Date		Securitie	ès :
	cise	3.	Trans-	Acquire	ed (A)	Exercisa	ble and	(Instr. 3 and 4)	
	Price	Trans-	action	or Dis	or Disposed Expiration Date of (D) (Month/Day/Year) (Instr. 3,				
1.	of	action	Code	of (D)			ay/Year)		Amount
Title of	Deriv-	Date	(Instr.	(Instr				of	
Derivative	ative	(Month/	8)	4, and	5)	Date	Expira-		Number
Security	Secur-	Day/				Exer-	tion		of
(Instr. 3)	ity	Year)	Code V	(A)	(D)	cisable	Date	Title	Shares
									I
						· 			

Explanation of Responses:

/s/ Raymond P. Warrell, Jr. August 20, 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 $4\,\mbox{(b)}\,\mbox{(v)}\,.$
- ** 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