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GENTA INCORPORATED /DE/

Form 4 May 10, 2002

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

/ / CHECK BOX IF NO
LONGER SUBJECT TO
SECTION 16. FORM 4
OR FORM 5 OBLIGATIONS
MAY CONTINUE. SEE

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

1. Name and Address of Reporting Person* Watson Douglas G.			 Issuer Name and Ticker or Trading Symbol 6. Genta Incorporated (Nasdaq: GNTA)
(Last) c/o Genta Incor Two Connell Dri		(Middle)	Number of Reporting Month/Year Person, if an Entity April 2002
Berkeley Heigh	(Street)	07922	5. If Amendment, Date of Original
	(State)		(11011011) 1041)
1. Title of Se (Instr. 3)		2. Trans- action	RIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFIC 3. Transac- 4. Securities Acquired (A) 5. Amount tion or Disposed of (D) curiti Code (Instr. 3, 4 and 5) cially (Instr. 8) End of (Instr.
		2. Trans- action Date (Month/	3. Transac- 4. Securities Acquired (A) 5. Amount tion or Disposed of (D) curiti Code (Instr. 3, 4 and 5) cially (Instr. 8) End of (Instr.
	curity	2. Trans- action Date (Month/ Day/ Year)	3. Transac- 4. Securities Acquired (A) 5. Amount tion or Disposed of (D) curiti Code (Instr. 3, 4 and 5) cially (Instr. 8) End of (Instr. Code V Amount (A) or Price (D)
(Instr. 3)	curity	2. Trans- action Date (Month/ Day/ Year)	3. Transac- 4. Securities Acquired (A) 5. Amount tion or Disposed of (D) curiti Code (Instr. 3, 4 and 5) cially (Instr. 8) End of (Instr. Code V Amount (A) or Price
(Instr. 3)	curity	2. Trans- action Date (Month/ Day/ Year)	3. Transac- 4. Securities Acquired (A) 5. Amount tion or Disposed of (D) curiti Code (Instr. 3, 4 and 5) cially (Instr. 8) End of (Instr. Code V Amount (A) or Price (D)
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Reminder: Report on a sep *If the Form is filed by			erson, see In		(v).
			·		
POTENTIAL PERSONS WHO ARE		RM DISPLAYS		MATION CONTAINE VALID OMB CONTE	
FORM 4 (CONTINUED)					O OF, OR BENEFICIALI ERTIBLE SECURITIES)
1. Title of Derivative Security (Instr. 3)	sion or Exercise	Trans- action Date (Month/ Day/ Year)	action Code	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer- 7. cisable and Expiration Date (Month/Day/ Year)
			Code V		Date Expira Exer- tion cisable Date
Options to acquire Common Stock	\$13.72	4/10/02	A		4/10/03 4/10/12 §
1. Title of Derivative Security (Instr. 3)	9. Number o Derivati Securiti	.ve	10. Ownersh Form of Derivat		11. Nature of Indirect Beneficial

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	Beneficially Owned at End of Month (Instr. 4)	Security: Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
	24,000	D	
Explanation of Responses: (1) These options were grant vest equally over the response of the	-	Director of Genta Incorpora	ated. These options

Note. File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB NUMBER.

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

/s/

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