

RABBANI ELAZAR

Form 4

December 11, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
RABBANI ELAZAR

(Last) (First) (Middle)

69 FIFTH AVENUE, APT 9A

(Street)

NEW YORK, NY 10003

(City)

(State)

(Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
ENZO BIOCHEM INC [ENZ]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/07/2007

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify  
below)

Chairman and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of  
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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. I |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|------|
|                                       |                              |                                         |                                         |                        |                                          |                                                                |                                                                     |      |

# Edgar Filing: RABBANI ELAZAR - Form 4

| (Instr. 3)                              | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |        |     |                     |                    |                                         | (In                                 |
|-----------------------------------------|------------------------------------|------------------|------------|------------------------------------------------------------------|--------|-----|---------------------|--------------------|-----------------------------------------|-------------------------------------|
|                                         |                                    |                  | Code       | V                                                                | (A)    | (D) | Date<br>Exercisable | Expiration<br>Date | Title                                   | Amount<br>or<br>Number<br>of Shares |
| Restricted<br>Stock<br>Units <u>(1)</u> | <u>(1)</u>                         | 12/07/2007       | A          |                                                                  | 15,000 |     | <u>(1)</u>          | <u>(1)</u>         | Common<br>Stock, par<br>value<br>\$0.01 | 15,000                              |

## Reporting Owners

| Reporting Owner Name / Address                                    | Relationships |           |                  |       |
|-------------------------------------------------------------------|---------------|-----------|------------------|-------|
|                                                                   | Director      | 10% Owner | Officer          | Other |
| RABBANI ELAZAR<br>69 FIFTH AVENUE<br>APT 9A<br>NEW YORK, NY 10003 | X             |           | Chairman and CEO |       |

## Signatures

/s/ Elazar  
Rabbani  
12/11/2007

                     \*\*Signature of  
Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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).

On December 7, 2007, the Reporting Person was granted 15,000 Restricted Stock Units as compensation for service as an officer of the  
(1) Issuer. Each Restricted Stock Unit consists of a right to the issuance of one share of common stock, par value \$0.01 ("Common Stock").  
The Restricted Stock Units are subject to a three-year vesting period.

This number includes 4,916 shares in the Issuer's 401K plan, of which the Reporting Person has direct beneficial ownership. In addition  
to the non-derivative securities reported here, the Reporting Person has direct beneficial ownership of stock options to purchase 523,342  
shares of Common Stock which are exercisable within 60 days of the date of this report. The Reporting Person also has an indirect  
(2) beneficial interest in: (i) 3,469 shares held in the name of the Reporting Person as custodian for certain of his children, (ii) 2,168 shares in  
the name of his wife as custodian for certain of their children, (iii) an aggregate of 5,100 shares of Common Stock held in the name of the  
Reporting Person's children and (iv) 7,500 shares of restricted Common Stock that vest within 60 days from the date hereof. This number  
does not include 22,500 Restricted Stock Units that will not vest within the next 60 days.

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

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