

Edgar Filing: GENTA INCORPORATED /DE/ - Form 4

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

Sr. VP Sales & Marketing

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 Form filed by more than One Reporting Person

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 Table I -- Non Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
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	2.	3.	4.		
1.	Transaction	Transaction	Securities Acquired (A) or		
Title of Security	Date	Code	Disposed of (D)		
(Instr. 3)	(month/ day/year)	(Instr. 8) Code V	Amount	or	Price
				(A)	(D)

Common Stock, par value \$.001

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

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Explanation of Responses:

(1) These options were granted as part of an annual bonus. These options vest equally over the next four (4) years.

/s/ Bruce A. Williams

February 8, 2002

**Signature of Reporting Person

Date

** 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.

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB NUMBER.