

GERON CORP  
Form 10-Q  
November 05, 2014  
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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON D.C. 20549

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**FORM 10-Q**

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(Mark One)

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended September 30, 2014

OR

☐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from            to            .

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Commission File Number: 0-20859

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**GERON CORPORATION**

(Exact name of registrant as specified in its charter)

**DELAWARE**

(State or other jurisdiction of  
incorporation or organization)

**75-2287752**

(I.R.S. Employer  
Identification No.)

**149 COMMONWEALTH DRIVE, SUITE 2070, MENLO PARK, CA**

(Address of principal executive offices)

**94025**

(Zip Code)

**(650) 473-7700**

(Registrant's telephone number, including area code)

**N/A**

(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate website, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐

Non-accelerated filer ☐

(Do not check if a smaller reporting company)

Accelerated filer ☒

Smaller reporting company ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

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Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

**Class:**  
Common Stock, \$0.001 par value

**Outstanding at October 31, 2014:**  
157,211,487 shares

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**GERON CORPORATION**

**QUARTERLY REPORT ON FORM 10-Q**

**FOR THE QUARTER ENDED SEPTEMBER 30, 2014**

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	<b>SEPTEMBER 30, 2014 (UNAUDITED)</b>	<b>DECEMBER 31, 2013 (NOTE 1)</b>
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents	\$ 7,600	\$ 12,990
Restricted cash	265	795
Current portion of marketable securities	118,801	52,234
Interest and other receivables	787	564
Prepaid assets	739	474
Total current assets	128,192	67,057
Noncurrent portion of marketable securities	15,801	
Property and equipment, net	63	92
Deposits and other assets	191	195
	\$ 144,247	\$ 67,344
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Current liabilities:		
Accounts payable	\$ 2,365	\$ 1,397
Accrued compensation and benefits	2,685	3,946
Accrued restructuring charges		94
Accrued liabilities	2,018	1,783
Fair value of derivatives	1	367
Total current liabilities	7,069	7,587
Commitments and contingencies		
Stockholders' equity:		
Common stock	157	131
Additional paid-in capital	1,056,543	952,403
Accumulated deficit	(919,486)	(892,763)
Accumulated other comprehensive loss	(36)	(14)
Total stockholders' equity	137,178	59,757
	\$ 144,247	\$ 67,344

See accompanying notes.



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**GERON CORPORATION**  
**CONDENSED STATEMENTS OF OPERATIONS**  
**(IN THOUSANDS, EXCEPT SHARE AND PER SHARE DATA)**  
**(UNAUDITED)**

	<b>THREE MONTHS ENDED SEPTEMBER 30,</b>		<b>NINE MONTHS ENDED SEPTEMBER 30,</b>	
	<b>2014</b>	<b>2013</b>	<b>2014</b>	<b>2013</b>
<b>Revenues:</b>				
License fees and royalties	\$ 160	\$ 181	\$ 975	\$ 1,058
<b>Operating expenses:</b>				
Research and development	5,994	5,338	16,356	18,066
Restructuring charges		116		1,032
General and administrative	4,073	3,460	11,920	11,643
Total operating expenses	10,067	8,914	28,276	30,741
Loss from operations	(9,907)	(8,733)	(27,301)	(29,683)
Unrealized gain (loss) on derivatives	289	(208)	366	(207)
Interest and other income	91	699	273	836