Edgar Filing: ALFACELL CORP - Form 4

ALFACELL Form 4 July 27, 200											
FORM	14								-	PPROVAL	
	UNIT	Washington, D.C. 20549							OMB Number:	3235-0287	
Check th if no long									Expires:	January 31,	
subject to Section 1 Form 4 o	51A1								Estimated a burden hou response	rs per	
Form 5 obligatio		•					•	e Act of 1934,	·		
See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940											
1(b).											
(Print or Type I	Responses)										
1. Name and Address of Reporting Person *2. Issuer Name and Ticker or Trading5. RelationshSHOGEN KUSLIMASymbolIssuer						-	of Reporting Person(s) to				
			ALFAC	ELL COF	RP [ACEI	[]		(Chec	k all applicable)		
(Last)						(Chee	x an apprease)				
				onth/Day/Year) /25/2006				X Director 10% Owner X Officer (give title Other (specify below) below)			
CORPORATION, 225 CEO											
BELLEVILLE AVENUE											
(Street) 4. If Amer Filed(Mon				endment, Date Original			6. Individual or Joint/Group Filing(Check				
				10nth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
BLOOMFII	ELD, NJ 0700	3						Form filed by M Person	Iore than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ties Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. (Month/Day/Year) Exect any (Mon			3. Transactic Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		Securities Elementicially Owned	6. Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership		
						(A) or		Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)	
Common				Code V	Amount	(D) A	Price \$ 0				
Stock	07/25/2006			J	75,000	$\frac{\Lambda}{(1)}$	$\frac{(1)}{(1)}$	474,445 <u>(1)</u>	D		
D . 1 D			1 6		. 11	1 1.	.1				

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Secur (Instr.	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
		Director	10% Owner	Officer	Other			
SHOGEN KUSLIMA C/O ALFACELL CORPO 225 BELLEVILLE AVEN BLOOMFIELD, NJ 07003	UE	Х		CEO				
Signatures								
/s/ Kuslima Shogen	07/27/20	006						
**Signature of	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).

In 1997 Ms. Shogen pledged 150,000 shares to secure a loan. The lender claimed that such shares were transferred pursuant to the loan

(1) terms in February 2003; Ms. Shogen filed a Form 4 on October 13, 2005 to reflect the alleged transfer. Ms. Shogen subsequently filed a lawsuit against the lender to resolve this dispute. On July 25, 2006, Ms. Shogen and the lender settled the dispute and the lender agreed to transfer 75,000 of the pledged shares back to Ms. Shogen. This Form 4 reflects that transfer.

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.

Reporting Person