

GENTA INC DE/  
Form 3  
March 12, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Â SIEGEL GARY  
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)  
02/29/2008

3. Issuer Name and Ticker or Trading Symbol  
GENTA INC DE/ [GNTA]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer  Other  
(give title below) (specify below)  
Vice President, Finance

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

C/O GENTA  
INCORPORATED,Â 200  
CONNELL DRIVE

(Street)

BERKELEY  
HEIGHTS,Â NJÂ 07834

(City) (State) (Zip)

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 Beneficially Owned**

1. Title of Security  
(Instr. 4)

2. Amount of Securities Beneficially Owned  
(Instr. 4)

3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and Expiration Date  
(Month/Day/Year)

Date Exercisable      Expiration Date

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Title      Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Genta Stock option (right to buy)	Â <u>(1)</u>	05/22/2013	Genta Common stock, par value \$.001	2,333	\$ 60.3	D	Â
Genta Stock option (right to buy)	Â <u>(1)</u>	01/14/2014	Genta Common Stock, par value \$.001	1,167	\$ 61.92	D	Â
Genta Stock option (right to buy)	Â <u>(1)</u>	06/30/2014	Genta Common stock, par value \$.001	1,667	\$ 15	D	Â
Genta Stock option (right to buy)	Â <u>(2)</u>	01/07/2015	Genta Common stock, par value \$.001	1,667	\$ 9.72	D	Â
Genta Stock option (right to buy)	Â <u>(3)</u>	04/04/2015	Genta Common stock, par value \$.001	2,500	\$ 5.64	D	Â
Genta Stock option (right to buy)	Â <u>(4)</u>	04/15/2015	Genta Common stock, par value \$.001	1,667	\$ 5.4	D	Â
Genta Stock option (right to buy)	Â <u>(5)</u>	09/19/2015	Genta Common stock, par value \$.001	1,667	\$ 11.1	D	Â
Genta Stock option (right to buy)	Â <u>(6)</u>	01/23/2016	Genta Common stock, par value \$.001	1,667	\$ 12.3	D	Â
Genta Stock option, right to buy	Â <u>(7)</u>	12/12/2016	Genta Common stock, par value	833	\$ 4.62	D	Â

			\$ .001				
Genta Stock option (right to buy)	8	01/12/2017	Genta Common stock, par value \$ .001	2,000	\$ 2.74	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIEGEL GARY C/O GENTA INCORPORATED 200 CONNELL DRIVE BERKELEY HEIGHTS, NJ 07834			Vice President, Finance	

## Signatures

GARY SIEGEL                      03/12/2008

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) As of the date of this report, all options to purchase common stock are 100% vested and exercisable
- (2) As of the date of this report, 1,250 options are exercisable and the remaining 417 options become exercisable on January 7, 2009.
- (3) As of the date of this report, 1,250 options are exercisable and the remaining 1,250 options become exercisable in two equal installments on April 4, 2008 and April 4, 2009
- (4) As of the date of this report 833 options are exercisable and the remaining 834 options become exercisable in two equal installments on April 15, 2008 and April 15, 2009
- (5) As of the date of this report, 833 options are exercisable and the remaining 834 options become exercisable in two equal installments on September 19, 2008 and September 19, 2009
- (6) As of the date of this report 833 options are exercisable and the remaining 834 options become exercisable in two equal installments on January 23, 2009 and January 23, 2010.
- (7) As of the date of this report, 208 options are exercisable and the remaining 625 options become exercisable as follows: 208 options become exercisable on December 1, 2008; 208 options become exercisable on December 1, 2009; and the remaining 209 options become exercisable on December 1, 2010.
- (8) As of the date of this report, 500 options are exercisable and the remaining 1,500 options become exercisable in three equal installments on January 12, 2009, January 12, 2010 and January 12, 2011.

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### Remarks:

The reporting person was appointed as Corporate Secretary, Principal Accounting Officer and Principal

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.