Edgar Filing: Kelsey Stephen Michael - Form 4

Kelsey Step Form 4 May 18, 20	bhen Michael										
FORM	ЛЛ	~~.~~~							PPROVAL		
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									
Check t if no los subject Section Form 4 Form 5 obligati may co <i>See</i> Inst 1(b).	nger to 16. or Filed put ons ntinue.								January 31, 2005 average urs per . 0.5		
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Kelsey Stephen Michael			Symbol	er Name an o N CORP		r Trading	Issuer				
(Last)	(First) (Middle)		of Earliest T			(Cheo	ck all applicabl	e)		
	ON CORPORATION UTION DRIVE	ON, 230	(Month/) 05/17/2	Day/Year) 2012			Director X Officer (give below) EVP, I		% Owner her (specify MO		
				Amendment, Date Original (Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MENLO P	ARK, CA 94025						Form filed by M Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities	s Acquired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8)	Disposed	(A) or of (D)	Securities I Beneficially (Owned (6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D) Prie	(Instr. 3 and 4)				
Reminder: Re	eport on a separate line	e for each cl	ass of sec	urities bene	-						
							espond to the collec intained in this form		SEC 1474 (9-02)		

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)

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

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Acquired (A Disposed of (Instr. 3, 4, 5)	f (D)				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 1.41	05/17/2012		А		450,000		<u>(1)</u>	05/17/2022	Common Stock	450,00

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Kelsey Stephen Michael C/O GERON CORPORATION 230 CONSTITUTION DRIVE MENLO PARK, CA 94025			EVP, R&D Head, CMO					
Signatures								

/s/ Olivia Bloom for Stephen M. 05/18/2012 Kelsey

**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).
- (1) This option vests in a series of 48 consecutive equal monthly installments commencing May 17, 2012, provided the optionee continues to provide services to the Company.

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.