THOMPSON JOHN D Form 4

May 17, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31,

Expires: 2005 Estimated average

0.5

burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

may continue. See Instruction

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

1(b).

(Last)

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person * THOMPSON JOHN D

2. Issuer Name and Ticker or Trading Symbol

INVITROGEN CORP [IVGN]

5. Relationship of Reporting Person(s) to

Issuer

(First)

(Middle) 3. Date of Earliest Transaction

(Month/Day/Year) 05/16/2005

Director 10% Owner

(Check all applicable)

X_ Officer (give title below) Svp

Other (specify below)

7. Nature of

Ownership

(Instr. 4)

Indirect

1600 FARADAY AVENUE

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

CARLSBAD, CA 92008

(City) (State) (Zip) 1. Title of

(Month/Day/Year)

(Street)

2. Transaction Date 2A. Deemed 3. 4. Securities Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership Securities Form: Direct Beneficially (D) or Indirect Beneficial Owned (I) (Instr. 4)

Following Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

(A)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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 3. Transaction Date 3A. Deemed 5. Number of 6. Date Exercisable and 7. Title and Amor 4. Derivative Conversion (Month/Day/Year) Execution Date, if **Transaction**Derivative **Expiration Date** Underlying Secur Security or Exercise Code Securities (Month/Day/Year) (Instr. 3 and 4) any

Edgar Filing: THOMPSON JOHN D - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nu of S
Non-Qualified Stock Option (right to buy)	\$ 34.51	05/16/2005		S	8,076	09/06/2003	09/06/2012	Common Stock	8,
Non-Qualified Stock Option (right to buy)	\$ 34.51	05/16/2005		S	5,361	09/06/2003	09/06/2012	Common Stock	5,
Non-Qualified Stock Option (right to buy)	\$ 34.51	05/16/2005		S	489	09/06/2003	09/06/2012	Common Stock	4
Non-Qualified Stock Option (right to buy)	\$ 34.51	05/16/2005		S	1,407	09/06/2003	09/06/2012	Common Stock	1,
Non-Qualified Stock Option (right to buy)	\$ 34.51	05/16/2005		S	5,154	09/06/2003	09/06/2012	Common Stock	5,
Non-Qualified Stock Option (right to buy)	\$ 34.51	05/16/2005		S	700	09/06/2003	09/06/2012	Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 45.64	05/16/2005		S	600	02/28/2003	02/28/2012	Common Stock	6
Non-Qualified Stock Option (right to buy)	\$ 45.64	05/16/2005		S	400	02/28/2003	02/28/2012	Common Stock	4
Non-Qualified Stock Option (right to buy)	\$ 45.64	05/16/2005		S	400	02/28/2003	02/28/2012	Common Stock	4
Non-Qualified Stock Option (right to buy)	\$ 45.64	05/16/2005		S	400	02/28/2003	02/28/2012	Common Stock	4
Non-Qualified Stock Option (right to buy)	\$ 45.64	05/16/2005		S	1,100	02/28/2003	02/28/2012	Common Stock	1,
Non-Qualified Stock Option (right to buy)	\$ 45.64	05/16/2005		S	600	02/28/2003	02/28/2012	Common Stock	6

Edgar Filing: THOMPSON JOHN D - Form 4

Non-Qualified Stock Option (right to buy)	\$ 61.05	05/16/2005	S	10,000	04/15/2005	10/15/2013	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 61.05	05/16/2005	S	8,639	04/15/2005	10/15/2013	Common Stock	8,
Non-Qualified Stock Option (right to buy)	\$ 61.05	05/16/2005	S	111	04/15/2005	10/15/2013	Common Stock	1

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
THOMPSON JOHN D 1600 FARADAY AVENUE CARLSBAD, CA 92008			Svp			

Signatures

By: John A. Cottingham For: John D.
Thompson

05/17/2005

**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).

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 Owners 3