

Edgar Filing: MIGAUSKY GEORGE V - Form 4/A

MIGAUSKY GEORGE V
Form 4/A
July 29, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Migauskys	George	V.
-----	-----	-----
(Last)	(First)	(Middle)
c/o IGEN International, Inc.	16020 Industrial Drive	
-----	-----	-----
	(Street)	
Gaithersburg	MD	20877
-----	-----	-----
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

IGEN

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

June 2002

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

June 2002

6. Relationship of Reporting Person to Issuer
(Check all applicable)

<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input checked="" type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)

Chief Financial Officer

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FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Option to Buy (4)	\$37.91	6/4/02	A	40,000	6/4/02 6/3/07	Common Stock 40,000

Explanation of Responses:

- (1) Transferred total of 577 shares to reporting person as Custodian under Uniform Gifts to Minors Act for minor child and transferred 576 shares to adult child who shares reporting person's household and transferred 577 shares to adult child who does not share the reporting person's household.
- (2) Represents total of 577 shares to reporting person as Custodian under

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- Uniform Gifts to Minors Act for minor child and 576 shares to adult child who shares the reporting person's household.
- (3) Includes 12,310 shares held by reporting person as Custodian under Uniform Gift to Minors Act for minor child and 12,310 for adult child who shares the reporting person's household. Reporting person disclaims beneficial ownership of securities held by adult child who shares the reporting person's household and this report should not be deemed an admission that the reporting person is beneficial owner of these shares for purposes of Section 16 or any other purpose.
- (4) Employee option granted under the Issuer's 1994 Stock Option Plan. Option vests 20% one year from the grant date and then an additional 5% vest each quarter thereafter. Option has an early exercise feature that allows immediate exercise subject to a limited repurchase right in favor of the Company.

/s/ George V. Migausky

7/26/02

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.

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