

GENTA INC DE/  
Form 8-K  
February 13, 2006

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

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**FORM 8-K**

**CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): February 13, 2006

**GENTA INCORPORATED**

(Exact Name of Registrant  
as Specified in Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**0-19635**

(Commission File Number)

**33-0326866**

(IRS Employer Identification No.)

**Two Connell Drive  
Berkeley Heights, NJ**

(Address of Principal Executive Offices)

**07922**

(Zip Code)

**(908) 286-9800**

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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- o Pre -commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01 Other Events.**

On February 13, 2006, Genta Incorporated (NASDAQ: GNTA) announced that a shareholder derivative lawsuit that had been brought in New Jersey against the Company and several of its current and former Directors and Officers has been dismissed.

The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. The information in this Form 8-K shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

| <b>Exhibit<br/>Number</b> | <b>Description</b>                    |
|---------------------------|---------------------------------------|
| 99.1                      | Press Release dated February 13, 2006 |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GENTA INCORPORATED

Date: February 13, 2006  
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By: /s/ Richard J. Moran  
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Name: Richard J. Moran  
Title: Senior Vice President, Chief  
Financial Officer and Corporate  
Secretary

**EXHIBIT INDEX**

| <b>Exhibit<br/>Number</b> | <b>Description</b>                    | <b>Sequentially<br/>Numbered Page</b> |
|---------------------------|---------------------------------------|---------------------------------------|
| 99.1                      | Press Release dated February 13, 2006 |                                       |