

CHIRON CORP  
Form 4/A  
February 22, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN 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 \*  
Walther Gene

(Last) (First) (Middle)  
4560 HORTON STREET  
(Street)

EMERYVILLE, CA 94608-2916  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
CHIRON CORP [CHIR]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/13/2006

4. If Amendment, Date Original Filed(Month/Day/Year)  
02/13/2006

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
V.P., President, Chiron BT

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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/13/2006		F	291 <sup>(1)</sup>	\$ 45.52	<sup>(2)</sup> <sup>(3)</sup>	D

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

**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.**

SEC 1474 (9-02)

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

Edgar Filing: CHIRON CORP - Form 4/A

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	---

## Reporting Owners

Reporting Owner Name / Address	Relationships				Amount or Number of Shares
	Director	10% Owner	Officer	Other	
Walther Gene 4560 HORTON STREET EMERYVILLE, CA 94608-2916			V.P., President, Chiron BT		

## Signatures

Gene W. Walther by Naima Robinson as Atty-in-Fact  
 02/22/2006  
 \*\*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) These shares were withheld by the Issuer in satisfaction of the required withholdings taxes in a transaction exempt under Rule 16b-3(e). Includes share rights covering 2,700 shares of the Issuer's common stock previously awarded to the Reporting Person in an exempt transaction under SEC Rule 16b-3(d). The rights will vest, and the underlying shares of the Issuer's common stock will become issuable, as to (i) 40% of the total number of shares upon the Reporting Person's completion of two years of service with the Issuer measured from the award date and (ii) the remaining shares upon the Reporting Person's completion of four years of service with the Issuer measured from the award date, subject in each instance to adjustment to reflect any leave of absence taken by the Reporting Person. However, all the shares subject to the award will vest and become issuable on an accelerated basis upon the Issuer's termination of the Reporting Person's service without cause.
- (3) This report is being amended to correct the typographical error that appeared under column 5, Table I of Reporting Person's Statement of Changes in Beneficial Ownership of Securities filed on February 13, 2006 with the SEC. The form under-reported Reporting Person's end-of-period holdings by 489 shares.

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.