## Edgar Filing: IMMUNOMEDICS INC - Form 4

IMMUNON Form 4 July 11, 200	MEDICS INC									
FORM								OMB AF	PPROVAL	
	UNITED ST		SECURITIES AND EXCHANGE CO Washington, D.C. 20549				OMMISSION	OMB Number:	3235-0287	
Check t if no lor subject Section Form 4 Form 5 obligati may cor	nger to 16. or Filed pursua ons ntinue.	ant to Section 1 of the Public U	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Sectior of the Investment Company Act of 1940					Expires: January 31, 2005 Estimated average burden hours per response 0.5		
<i>See</i> Inst 1(b).	ruction	50(II) of the II	ivestilleli	t Company	Act	01 1940	)			
(Print or Type										
				d Ticker or Trading 5. Relationship Issuer			-	f Reporting Person(s) to		
GOLDENBERG DAVID M Symbol Issuer IMMUNOMEDICS INC [IMMU]										
(Last)	(First) (Midd			_	1101101	U	(Check	all applicable	;)	
			ate of Earliest Transaction nth/Day/Year) Oirector 07/2005 Officer (give t below)					<pre>X10% Owner titleOther (specify below)</pre>		
(Street) 4. If Am			Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
Filed(Month/Day/Year) Applicable Line) _X_ Form filed by Or						ne Reporting Person ore than One Reporting				
(City)	(State) (Zip	<sup>o)</sup> Tab	le I - Non-	Derivative S	ecurit	ies Acqu	ired, Disposed of,	or Beneficial	lv Owned	
1.Title of Security (Instr. 3)	1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if		3.4. Securities Acquired (ATransactionor Disposed of (D)Code(Instr. 3, 4 and 5)				) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
Common Stock	07/07/2005		Code V $J(1)$	Amount 500,000	(D) A	Price \$ 1.995	(Instr. 3 and 4) 1,627,730	D		
Common Stock							3,350,437	Ι	* (2)	

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

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.

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 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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
GOLDENBERG DAVID M C/O IMMUNOMEDICS INC 300 AMERICAN RD MORRIS PLAINS, NJ 07950	Х	Х					
Signatures							
/s/ David M. Goldenberg	07/11/200	5					
**Signature of Reporting	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) On June 3, 2005, the reporting person contracted to sell 500,000 shares to the 2005 DMG Millennium Trust in a private transaction. The sale was rescinded on July 7, 2005 pursuant to a rescission agreement.
- (2) Held by the reporting person's wife, by various trusts established for the benefit of the reporting person and/or members of the reporting person's family, or by a majority-owned subsidiary of the Issuer, of which the reporting person is a director.

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.

Person