

PRENTKI RONALD J  
Form 4  
February 03, 2005

**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 \*  
PRENTKI RONALD J

2. Issuer Name and Ticker or Trading Symbol  
PROGENICS  
PHARMACEUTICALS INC  
[PGNX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
02/01/2005

PRENTKI RONALD J., 32  
EASTON ROAD  
(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

WESTPORT, CT 06880  
(City) (State) (Zip)

**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 Indirect Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock (par value \$0.0013)	02/01/2005		M <sup>(1)</sup>		6,000 A \$ 9.25	39,578 <sup>(2)</sup>	D
Common Stock (par value \$0.0013)	02/01/2005		S <sup>(1)</sup>		1,000 D \$ 20.25	38,578 <sup>(2)</sup>	D
Common Stock (par value \$0.0013)	02/01/2005		S <sup>(1)</sup>		1,000 D \$ 20.2	37,578 <sup>(2)</sup>	D

Edgar Filing: PRENTKI RONALD J - Form 4

value \$0.0013)								
Common Stock (par value \$0.0013)	02/01/2005		S <sup>(1)</sup>	2,000	D	\$ 20.1	35,578 <sup>(2)</sup>	D
Common Stock (par value \$0.0013)	02/01/2005		S <sup>(1)</sup>	1,000	D	\$ 20.15	34,578 <sup>(2)</sup>	D
Common Stock (par value \$0.0013)	02/01/2005		S <sup>(1)</sup>	1,000	D	\$ 20	33,578 <sup>(2)</sup>	D
Common Stock (par value \$0.0013)	02/02/2005		M <sup>(1)</sup>	11,000	A	\$ 9.25	44,578 <sup>(2)</sup>	D
Common Stock (par value \$0.0013)	02/02/2005		S <sup>(1)</sup>	10,000	D	\$ 20.5	34,578 <sup>(2)</sup>	D
Common Stock (par value \$0.0013)	02/02/2005		S <sup>(1)</sup>	1,000	D	\$ 20.6	33,578 <sup>(2)</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)

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. Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

Stock Option (Right to Buy)	\$ 9.25	02/01/2005		M	6,000	<u>(1)</u>	10/07/2008	Common Stock	6,000
Stock Option (Right to Buy)	\$ 9.25	02/02/2005		M	11,000	<u>(1)</u>	10/07/2008	Common Stock	11,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PRENTKI RONALD J PRENTKI RONALD J. 32 EASTON ROAD WESTPORT, CT 06880	X		President	

## Signatures

Ronald J.  
Prentki

02/03/2005

    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).

(1) On October 8, 1998, the Reporting Person received from the Issuer, pursuant to the Issuer's 1996 Stock Option Plan, options to acquire 190,000 shares of Common Stock of the Issuer. The stock options became exercisable in equal installments over 5 years on each October 7th, with the last option becoming exercisable on October 7, 2003. The Reporting Person previously exercised 98,200 options under this grant. The Reporting Person is exercising additional options under this grant in pre-established increments under and in accordance with the provisions of a previously established Plan of Sale under Rule 10b5-1, which was established in accordance with the policies and procedures of the Issuer approved by its Board of Directors.

(2) Includes 15,800 shares of restricted stock granted on July 1, 2004, which become unrestricted in four equal annual installments beginning on June 20, 2005.

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.