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PROGENICS PHARMACEUTICALS INC

Form 3 June 06, 2005

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement PROGENICS PHARMACEUTICALS INC [PGNX] Boyd Thomas A (Month/Day/Year) 06/06/2005 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) **PROGENICS** (Check all applicable) PHARMACEUTICALS, INC.. 777 OLD SAW MILL 10% Owner Director RIVER ROAD _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Sr VP, Product Development Filing(Check Applicable Line) _X_ Form filed by One Reporting Person TARRYTOWN, NYÂ 10591 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (Instr. 5) Â Common Stock D 13,176 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

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

3. Title and Amount of 6. Nature of 1. Title of Derivative Security 5. 2. Date Exercisable and Securities Underlying Indirect Beneficial (Instr. 4) **Expiration Date** Ownership Conversion (Month/Day/Year) **Derivative Security** or Exercise Form of Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Non-Qualified Stock Options (right to buy)	06/28/2001(1)	06/27/2010	Common Stock	15,000	\$ 13.625	D	Â
Non-Qualified Stock Options (right to buy)	01/17/2000(1)	01/17/2010	Common Stock	15,000	\$ 17.19	D	Â
Non-Qualified Stock Options (right to buy)	01/01/2003(1)	12/31/2011	Common Stock	50,000	\$ 18.47	D	Â
Non-Qualified Stock Options (right to buy)	07/01/2003(2)	06/30/2012	Common Stock	20,000	\$ 12.29	D	Â
Non-Qualified Stock Options (right to buy)	07/01/2004(2)	06/30/2013	Common Stock	25,000	\$ 15.06	D	Â
Non-Qualified Stock Options (right to buy)	07/01/2005	10/01/2005	Common Stock	358 <u>(3)</u>	\$ 16.81 (4)	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships				
Fg	Director	10% Owner	Officer	Other		
Boyd Thomas A PROGENICS PHARMACEUTICALS, INC. 777 OLD SAW MILL RIVER ROAD TARRYTOWN, NY 10591	Â	Â	Sr VP, Product Development	Â		

Signatures

Robert A.
McKinney

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The stock options become exercisable in five equal installments, commencing on the date exercisable
- (2) The stock options become exercisable in four equal installments, commencing on the date exercisable
- (3) The number of shares may vary with the actual salary paid to the optionee between the period April 1 and June 30
- (4) The exercise price per share for the options shall be the lesser of this amount or 85% of the fair market value of the Common Stock on the date of exercise

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.

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