Edgar Filing: NEOSE TECHNOLOGIES INC - Form 4/A

NEOSE TECHNOLOGIES INC Form 4/A September 12, 2006 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading ZOPF DAVID A MD Issuer Symbol NEOSE TECHNOLOGIES INC [NTEC] (Last) (First) (Middle) 3. Date of Earliest Transaction Director X_Officer (give title (Month/Day/Year) below) **102 WITMER ROAD** 09/07/2006 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person 09/11/2006 Form filed by More than One Reporting HORSHAM, PA 19044 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities (Instr. 3) any Code (Instr. 3, 4 and 5) (Month/Day/Year) Owned (Instr. 8) Following Reported (A) or

Beneficially (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Α 22,084 Α \$0 26.236 D F 5,520 D 20,716 D

2.78

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

Common

Common

Stock

Stock

09/07/2006

09/07/2006

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OMB APPROVAL

3235-0287

January 31,

2005

0.5

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Number:

Expires:

response...

(Check all applicable)

Exec. VP and CSO

below)

10% Owner

6. Ownership 7. Nature of

Form: Direct Indirect

Other (specify

Estimated average

burden hours per

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(1)</u>	09/07/2006		С	22,084	(2)	(2)	Common Stock	22,084	

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
ZOPF DAVID A MD 102 WITMER ROAD HORSHAM, PA 19044			Exec. VP and CSO				
Signatures							
Bt: Scott R. Jones for David A. Zopf		09/12/200	6				

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) Each restricted stock unit represents a contractual right to the delivery of one share of the Company's common stock.
- (2) Contractually required delivery of the shares underlying the restricted stock units.

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.