

Edgar Filing: IMMUNOMEDICS INC - Form SC 13G/A

IMMUNOMEDICS INC
Form SC 13G/A
February 11, 2003

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

SCHEDULE 13G

Information to be Included in Statements Filed
Pursuant to Rules 13d-1(b), (c) and (d) and Amendments
Thereeto Filed Pursuant to Rule 13d-2(b)

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

IMMUNOMEDICS, INC.

(Name of Issuer)

Common Stock, \$0.01 Par Value

(Title of Class of Securities)

452907 10 8

(CUSIP Number)

December 31, 2002

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Eva J. Goldenberg

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) []

(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

=====
=====
NUMBER OF SHARES 5 SOLE VOTING POWER
1,222,330

BENEFICIALLY 6 SHARED VOTING POWER
OWNED BY 1,176,271

EACH 7 SOLE DISPOSITIVE POWER
REPORTING 1,222,330

PERSON WITH 8 SHARED DISPOSITIVE POWER
1,176,271

=====
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,398,601

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.8%

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12 TYPE OF REPORTING PERSON*

IN

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*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
Deborah S. Orlove

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a) []
(b) []

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
United States

=====
NUMBER OF SHARES 5 SOLE VOTING POWER 1,007,581

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH 6 SHARED VOTING POWER 1,172,667

7 SOLE DISPOSITIVE POWER 1,007,581

8 SHARED DISPOSITIVE POWER 1,172,667

=====
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,180,248

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

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[]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
4.4%

12 TYPE OF REPORTING PERSON*
IN

=====
*SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a). Name of Issuer:

Immunomedics, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

300 American Road
Morris Plains, New Jersey 07950

Item 2(a). Name of Person Filing:

(i) Eva J. Goldenberg
(ii) Deborah S. Orlove

Item 2(b). Address of Principal Business Office or, if None, Residence:

(i) 21 Red Oak Lane, Kinnelon, NJ 07405
(ii) 4638 Kenmore Drive, N.W., Washington, DC 20007

Item 2(c). Citizenship:

(i) United States
(ii) United States

Item 2(d). Title of Class of Securities:

Common Stock, \$0.01 par value

Item 2(e). CUSIP Number:

452907 10 8

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b),
or 13d-2(b) or (c), Check Whether the Person Filing is a:

(a) [] Broker or dealer registered under Section 15 of
the Exchange Act.

(b) [] Bank as defined in Section 3(a)(6) of the Exchange Act.

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- (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
- (d) Investment company registered under Section 8 of the Investment Company Act.

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- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E).
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F).
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G).
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act.
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act.
- (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (i) Eva J. Goldenberg

 - (a) Amount beneficially owned: 2,398,601
 - (b) Percent of class: 4.8%
 - (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote: 1,222,330
 - (ii) shared power to vote or to direct the vote: 1,176,271
 - (iii) sole power to dispose or to direct the disposition of: 1,222,330
 - (iv) shared power to dispose or to direct the disposition of: 1,176,271
- (ii) Deborah S. Orlove

 - (a) Amount beneficially owned: 2,180,248
 - (b) Percent of class: 4.4%
 - (c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote: 1,007,581
- (ii) shared power to vote or to direct the vote: 1,172,667
- (iii) sole power to dispose or to direct the disposition of:
1,007,581
- (iv) shared power to dispose or to direct the disposition of:
1,172,667

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below each of the undersigned certifies that, to the best of her knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: February 11, 2003

/s/Eva J. Goldenberg

Eva J. Goldenberg

Date: February 11, 2003

/s/Deborah S. Orlove

Deborah S. Orlove