Hofstaetter Thomas Form 3 March 26, 2010

### FORM 3

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

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INITIAL STATEMENT OF 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 \*

**Â** Hofstaetter Thomas

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

03/25/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

GERON CORP [GERN]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O GERON CORPORATION, Â 230 CONSTITUTION DRIVE

(Street)

(Check all applicable)

\_X\_ Director 10% Owner Officer Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

\_ Form filed by More than One

Reporting Person

MENLO PARK. CAÂ 94025

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

Date

Exercisable

3. Title and Amount of Securities Underlying Derivative Security

4 Conversion or Exercise

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 4) Expiration

Date

Title Amount or Number of Price of Derivative Security

(Instr. 5) Security: Direct (D)

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				Shares		or Indirect (I) (Instr. 5)	
Common Stock	(1)	03/25/2020	Common Stock	45,000	\$ 5.83	D	Â
Common Stock	03/25/2010	03/25/2020	Common Stock	2,500	\$ 5.83	D	Â

## **Reporting Owners**

Reporting Owner Name / Address		Relationships				
1 0	Director	10% Owner	Officer	Other		
Hofstaetter Thomas						
C/O GERON CORPORATION	â v	Â	â	â		
230 CONSTITUTION DRIVE	АЛ	A	А	A		
MENLO PARK, CA 94025						

# **Signatures**

/s/ Olivia Bloom for Thomas
Hofstaetter
03/26/2010

\*\*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) This option is exercisable in a series of three equal consecutive annual installments commencing from March 25, 2010, provided the optionee continues to provide services to the Company.

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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