

PROGENICS PHARMACEUTICALS INC
 Form 4
 August 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 *
MCKINNEY ROBERT A

(Last) (First) (Middle)

777 OLD SAW MILL RIVER ROAD

(Street)

TARRYTOWN, NY 10591

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock ⁽¹⁾	08/01/2005		M		2,000 A \$ 4	20,284	D
Common Stock	08/01/2005		S		2,000 D \$ 23.5	18,284	D
Common Stock ⁽¹⁾	08/01/2005		M		4,000 A \$ 4	22,284	D
Common Stock	08/01/2005		S		4,000 D \$ 23.45	18,284	D
	08/01/2005		M		4,000 A \$ 4	22,284	D

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Common Stock ⁽¹⁾

Common Stock	08/01/2005	S	4,000	D	\$ 23.4	18,284	D
Common Stock ⁽¹⁾	08/01/2005	M	2,000	A	\$ 4	20,284	D
Common Stock	08/01/2005	S	2,000	D	\$ 23.35	18,284	D

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

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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 Security (Instr. 3 and 4)
Non-Qualified Stock Option (right to buy)	\$ 4	08/01/2005		M	2,000	04/01/2001 ⁽²⁾ 04/01/2007	Common Stock 2
Non-Qualified Stock Option (right to buy)	\$ 4	08/01/2005		M	4,000	04/01/2001 ⁽²⁾ 04/01/2007	Common Stock 4
Non-Qualified Stock Option (right to buy)	\$ 4	08/01/2005		M	4,000	04/01/2001 ⁽²⁾ 04/01/2007	Common Stock 4
Non-Qualified Stock Option (right to buy)	\$ 4	08/01/2005		M	2,000	04/01/2001 ⁽²⁾ 04/01/2007	Common Stock 2

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

MCKINNEY ROBERT A
777 OLD SAW MILL RIVER ROAD
TARRYTOWN, NY 10591

Chief Financial Officer

Signatures

Robert A. 08/03/2005
McKinney

 Signature of Date
Reporting Person

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).
- The Reporting Person is exercising options under this grant in pre-established increments under and in accordance with provisions of a
- (1) 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) The stock options become exercisable in four equal installments, commencing one year from the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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