

Hides George
 Form 3
 January 24, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Hides George		(Month/Day/Year)	NORTHFIELD LABORATORIES INC /DE/ [NFLD]	
(Last)	(First)	(Middle)	01/13/2005	
1560 SHERMAN AVE., SUITE 1000			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
EVANSTON, IL 60201			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Vice President	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,000 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy) <u>(2)</u>	12/06/2004 ⁽³⁾	12/06/2010	Common Stock	3,000	\$ 10.66	D	Â
Stock Option (right to buy) <u>(4)</u>	09/21/2005 ⁽⁵⁾	09/21/2011	Common Stock	5,000	\$ 14.17	D	Â
Stock Option (right to buy) <u>(6)</u>	10/28/2006 ⁽⁷⁾	10/28/2012	Common Stock	5,000	\$ 5.15	D	Â
Stock Option (right to buy) <u>(8)</u>	10/20/2007 ⁽⁹⁾	10/20/2013	Common Stock	7,500	\$ 6.5	D	Â
Stock Option (right to buy) <u>(10)</u>	10/21/2008 ⁽¹¹⁾	10/21/2014	Common Stock	10,000	\$ 13.06	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hides George 1560 SHERMAN AVE. SUITE 1000 EVANSTON, IL 60201	Â	Â	Â Vice President	Â

Signatures

/s/ George Hides 01/24/2005

 **Signature of Date
 Reporting Person

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) Shares were granted on October 21, 2004 and become fully vested on October 21, 2006.
- (2) The Stock Option was granted on December 6, 2000.
- (3) The Stock Option becomes fully vested and exercisable as of December 6, 2004.
- (4) The Stock Option was granted on September 21, 2001.
- (5) The Stock Option becomes fully vested and exercisable as of September 21, 2005.
- (6) The Stock Option was granted on October 28, 2002.
- (7) The Stock Option becomes fully vested and exercisable as of October 28, 2006.
- (8) The Stock Option was granted on October 20, 2003.
- (9) The Stock Option becomes fully vested and exercisable as of October 20, 2007.
- (10) The Stock Option was granted on October 21, 2004.
- (11) The Stock Option becomes fully vested and exercisable as of October 21, 2008.

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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