

ENZO BIOCHEM INC  
Form 4  
September 25, 2008

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
GOLDBERG DAVID C

(Last) (First) (Middle)

C/O ENZO BIOCHEM INC, 527  
MADISON AVE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ENZO BIOCHEM INC [ENZ]

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/23/2008

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)  
VP, Business Development

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 (A) or (D) Price                                                                       |                                                          |                                   |
| Common Stock, par value \$0.01 per share | 09/23/2008                           |                                                    | M                              |                                                                   | 6,078 (1) \$ 5.45                                                                             | 106,547 (2)                                              | D                                 |
| Common Stock, par value \$0.01 per share | 09/23/2008                           |                                                    | F                              |                                                                   | 2,942 (1) \$ 11.26                                                                            | 103,605 (2)                                              | D                                 |

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

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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. 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 Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
| Employee Stock Option                      | \$ 5.45                                                | 09/23/2008                           |                                                    | M                              | 6,078                                                                                   | 10/01/2002 10/01/2008                                    | Common Stock, par value \$0.01 per share 6,078                |

## Reporting Owners

| Reporting Owner Name / Address                                                    | Relationships |           |                          |       |
|-----------------------------------------------------------------------------------|---------------|-----------|--------------------------|-------|
|                                                                                   | Director      | 10% Owner | Officer                  | Other |
| GOLDBERG DAVID C<br>C/O ENZO BIOCHEM INC<br>527 MADISON AVE<br>NEW YORK, NY 10022 |               |           | VP, Business Development |       |

## Signatures

/s/ David C. Goldberg 09/25/2008

\*\*Signature of Reporting Person 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).

The Reporting Person exercised a stock option to purchase 6,078 shares of Common Stock and paid the exercise price thereof by the surrender of 2,942 shares of Common Stock, for a net gain in outstanding shares of Common Stock of 3,136 shares. The stated exercise price of the stock option was \$5.45.

Includes (i) 42,260 shares of Common Stock issuable upon the exercise of options which are exercisable within 60 days from the date hereof, (ii) 979 shares of Common Stock indirectly beneficially owned through the UGMA accounts of the Reporting Person's children, (iii) 2,000 shares of restricted Common Stock, and (iv) 3,102 shares of Common Stock held in the Company's 401(k) plan.

## Edgar Filing: ENZO BIOCHEM INC - Form 4

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