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GERON CORPORATION

Form 8-K October 15, 2003

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
SECURITIES AND EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): October 15, 2003

GERON CORPORATION

(Exact name of registrant as specified in its charter)

Delaware 0-20859 75-2287752
(State or Other Jurisdiction (Commission File Number) (IRS Employer of Incorporation) Identification Number)

230 Constitution Drive 94025
Menlo Park, California (Zip Code)
(Address of principal executive offices)

(650) 473-7700 (Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events.

On October 15, 2003, Geron Corporation announced its plans to publicly offer five million shares of its common stock in an offering made from a shelf registration statement that the Company filed in February 2002.

The Company's press release announcing the financing is filed as an exhibit to this Current Report on Form 8-K. The summary description of the event is qualified in its entirety by reference to the document filed as an exhibit hereto.

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Exhibits

99.1 Press Release dated October 15, 2003.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GERON CORPORATION

Date: October 15, 2003 By: /s/ William D. Stempel

Name: William D. Stempel

Title: Vice President and General Counsel

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EXHIBIT INDEX

Exhibits

99.1 Press Release dated October 15, 2003.

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