Edgar Filing: ATHEROGENICS INC - Form 4

ATHEROGI	ENICS INC									
Form 4 April 13, 200	06									
FORM									PPROVAL	
	UNITED	STATES SECUR Was	AITIES A			NGE (COMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c Form 5 obligatio may cont See Instr 1(b).	6. Filed purs strue. Section 17(a	suant to Section 1	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Section of the Investment Company Act of 1940					January 31 Expires: 2005 Estimated average burden hours per response 0.5		
(Print or Type I	Responses)									
MEDFORD RUSSELL M Symbol			er Name and Ticker or Trading ROGENICS INC [AGIX]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N		3. Date of Earliest Transaction (Che				ck all applicable)			
	SIDE PARKWA	(Month/D	ay/Year)				_X_ Director _X_ Officer (give below) Pre		6 Owner er (specify	
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
ALPHARE	TTA, GA 30004						_X_ Form filed by M Form filed by M Person	One Reporting Po More than One Ro		
(City)	(State) (Zip) Tabl	e I - Non-D	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
(Instr. 3) any		Execution Date, if any				SecuritiesIBeneficially(OwnedI	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	04/12/2006		Code V M	Amount 2,500	or (D) A	Price \$ 0.3	(Instr. 3 and 4)	D		
Common Stock							100,000	I	by Trust	

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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	tive Expiration Date (Month/Day/Year) of		(Instr. 3 and 4)		8. De Se (Ir
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Incentive Stock Option (right to buy)	\$ 0.3	04/12/2006		М	2,500	(1)	04/28/2009	Common Stock	2,500	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MEDFORD RUSSELL M 8995 WESTSIDE PARKWAY ALPHARETTA, GA 30004	Х		President & CEO				
Signatures							
/s/CHARLES A. DEIGNAN, ATTORNEY-IN-FACT			04/13/2006				
<u>**</u> Signature of Reporting Pe	rson		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).

(1) $\frac{25\%}{\text{month over the next 36 months.}}$ $\frac{25\%}{\text{month over the next 36 months.}}$

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.