Hofstaetter Thomas Form 3/A March 29, 2010

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB Number:

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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 *

Â Hofstaetter Thomas

CORPORATION, Â 230 CONSTITUTION DRIVE

(Last)

C/O GERON

(First)

(Street)

(Middle)

Statement

(Month/Day/Year)

03/25/2010

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

GERON CORP [GERN]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

03/26/2010

(Check all applicable)

X Director Officer (give title below) (specify below)

10% Owner Other

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

Person

Form filed by More than One Reporting Person

MENLO PARK. CAÂ 94025

(Zip)

(State)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(City)

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Direct (D)

or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security 2. Date Exercisable and

(Instr. 4)

Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4 Conversion or Exercise

Ownership Form of Derivative

5.

6. Nature of Indirect Beneficial Ownership

(Instr. 5)

Date Exercisable Expiration Date

Title

Amount or Number of Price of Derivative Security: Security Direct (D)

1

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	(1)	03/25/2020	Common Stock	45,000	\$ 5.83	D	Â
Stock Option (right to buy)	03/25/2010	03/25/2020	Common Stock	2,500	\$ 5.83	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other	
Hofstaetter Thomas C/O GERON CORPORATION 230 CONSTITUTION DRIVE MENLO PARK, CA 94025	ÂX	Â	Â	Â	

Signatures

/s/ Olivia Bloom for Thomas
Hofstaetter
03/29/2010

**Signature of Reporting Person Date

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) This option is exercisable in a series of three equal consecutive annual installments commencing from March 25, 2010, provided the optionee continues to provide services to the Company.

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.

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