

MEDAREX INC  
Form 4  
February 28, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**LONBERG NILS**

(Last) (First) (Middle)  
**MEDAREX, INC., 521  
COTTONWOOD DRIVE**  
  
(Street)

**MILPITAS, CA 95035**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**MEDAREX INC [MEDX]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/24/2006**

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)  
**Sr. VP, Scientific Director**

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)
				(A) or (D) Price			
Common Stock, \$.01 par value per share					67,993	D	

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

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SEC 1474 (9-02)

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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Stock Options (Right to Buy)	\$ 2.72	12/18/1997		A		30,000		06/18/1998	12/17/2007	Common Stock	30,000
Stock Options (Right to Buy)	\$ 3.43	11/01/1999		A		224,000		05/01/2000	10/31/2009	Common Stock	224,000
Stock Options (Right to Buy)	\$ 12.9	09/19/2001		A		100,000		09/19/2002 <sup>(2)</sup>	09/18/2011	Common Stock	100,000
Stock Options (Right to Buy)	\$ 6.37	07/11/2002		A		200,000		07/11/2003 <sup>(3)</sup>	07/10/2012	Common Stock	200,000
Stock Options (Right to Buy)	\$ 6.33	09/08/2003		A		25,000		03/08/2004	01/08/2011	Common Stock	25,000
Stock Options (Right to Buy)	\$ 7.155	10/14/2003		A		200,000		10/14/2004 <sup>(4)</sup>	10/13/2013	Common Stock	200,000
Phantom Stock Units <sup>(5)</sup>	\$ 0 <sup>(5)</sup>	03/02/2004		A		18,018 <sup>(5)</sup>		03/02/2004 <sup>(5)</sup>	03/02/2007 <sup>(5)</sup>	Common Stock	18,018
Stock Options (Right to Buy)	\$ 5.61	07/26/2004		A		185,000		07/26/2005 <sup>(6)</sup>	07/25/2014	Common Stock	185,000
Phantom Stock Units <sup>(7)</sup>	\$ 0 <sup>(7)</sup>	02/08/2005		A		28,310 <sup>(7)</sup>		02/08/2005 <sup>(7)</sup>	02/08/2008 <sup>(7)</sup>	Common Stock	28,310



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