

INVITROGEN CORP
Form 4
July 08, 2005

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 *
GLYNN JAMES R

(Last) (First) (Middle)
1600 FARADAY AVENUE
(Street)
CARLSBAD, CA 92008
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
INVITROGEN CORP [IVGN]

3. Date of Earliest Transaction
(Month/Day/Year)
07/06/2005

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 07/06/2005 | | M | 97,200 A | \$ 54.375 28,400 | D | |
| Common Stock | 07/06/2005 | | M | 400 A | \$ 54.375 28,800 | D | |
| Common Stock | 07/06/2005 | | M | 600 A | \$ 54.375 29,400 | D | |
| Common Stock | 07/06/2005 | | M | 2 A | \$ 54.375 29,402 | D | |
| Common Stock | 07/06/2005 | | M | 598 A | \$ 54.375 30,000 | D | |
| | 07/06/2005 | | M | 1,200 A | 31,200 | D | |

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Common Stock \$ 54.375
 Common Stock 573 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. 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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Incentive Stock Option (right to buy) | \$ 54.375 | 07/06/2005 | | M | 598 | 01/04/2005 ⁽¹⁾ 01/04/2010 | Common Stock |
| Incentive Stock Option (right to buy) | \$ 54.375 | 07/06/2005 | | M | 1,200 | 01/04/2005 ⁽¹⁾ 01/04/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 54.375 | 07/06/2005 | | M | 97,200 | 01/04/2005 ⁽¹⁾ 01/04/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 54.375 | 07/06/2005 | | M | 400 | 01/04/2005 ⁽¹⁾ 01/04/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 54.375 | 07/06/2005 | | M | 600 | 01/04/2005 ⁽¹⁾ 01/04/2010 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 54.375 | 07/06/2005 | | M | 2 | 01/04/2005 ⁽¹⁾ 01/04/2010 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GLYNN JAMES R 1600 FARADAY AVENUE CARLSBAD, CA 92008 | | X | | |

Signatures

By: John A. Cottingham For: James R.
Glynn 07/08/2005

__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).

(1) Options are exercisable upon vesting over a five year period contingent upon continued service for 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.

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