

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4/A

Statement of changes in beneficial ownership of securities [amend]

Filing Date: **2006-05-08** | Period of Report: **2006-05-02**

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### ISSUER

#### IMCLONE SYSTEMS INC

CIK: **765258** | IRS No.: **042834797** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **2836** Biological products, (no diagnostic substances)

Mailing Address  
*180 VARICK STREET - 6TH  
FLOOR  
NEW YORK NY 10014*

Business Address  
*180 VARICK STREET - 6TH  
FLOOR  
NEW YORK NY 10014  
646-638-5078*

### REPORTING OWNER

#### Denner Alexander J

CIK: **1361754**  
Type: **4/A** | Act: **34** | File No.: **000-19612** | Film No.: **06816779**

Mailing Address  
*55 RAILROAD AVENUE  
GREENWICH CT 06830*

Business Address  
*203-863-5066*

#### VIKING GLOBAL PERFORMANCE LLC

CIK: **1132625**  
Type: **4/A** | Act: **34** | File No.: **000-19612** | Film No.: **06816780**

Mailing Address  
*55 RAILROAD AVENUE  
3RD FLOOR  
GREENWICH CT 06830*

Business Address  
*55 RAILROAD AVENUE  
3RD FLOOR  
GREENWICH CT 06850  
203-863-5000*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
 Expires: 02/28/2011  
 Estimated average burden hours per response 0.5

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

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

1. Name and Address of Reporting Person <b>Denner Alexander J</b>			2. Issuer Name and Ticker or Trading Symbol <b>IMCLONE SYSTEMS INC [IMCL]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/02/2006</b>			6. Individual or Joint/Group Filing (Check applicable line) <input type="checkbox"/> Form Filed by One Reporting Person <input checked="" type="checkbox"/> Form Filed by More than One Reporting Person		
C/O VIKING GLOBAL PERFORMANCE LLC, 55 RAILROAD AVENUE			4. If Amendment, Date Original Filed(Month/Day/Year) <b>05/05/2006</b>					
(Street) <b>GREENWICH, CT 06830</b>								
(City)	(State)	(Zip)						

**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)
			Code	V	Amount	(A) or (D)	Price			

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$35.48	05/02/2006		A		3,315		07/18/2006 <sup>(2)</sup>	05/01/2016 <sup>(3)</sup>	Common Stock	3,315	\$ 0	\$23,315	D <sup>(1)</sup>	
Stock Option (Right to Buy)	\$35.48	05/02/2006		A		5,000		10/18/2006 <sup>(2)</sup>	05/01/2016	Common Stock	5,000	\$ 0	\$28,315	D <sup>(1)</sup>	

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<a href="#">Denner Alexander J</a> C/O VIKING GLOBAL PERFORMANCE LLC 55 RAILROAD AVENUE GREENWICH, CT 06830	X			
<a href="#">VIKING GLOBAL PERFORMANCE LLC</a> C/O VIKING GLOBAL PERFORMANCE LLC 55 RAILROAD AVENUE GREENWICH, CT 06830	X			

**Explanation of Responses:**

1. The options reported in this Form 4 are owned directly by Mr. Denner.
2. The fifth and sixth line items from the Form 4 originally filed on May 5, 2006 are hereby amended to reflect the correct date the Stock Options (Right to Buy) are exercisable.
3. The fifth line item from the Form 4 originally filed on May 5, 2006 is hereby amended to reflect the correct expiration date of the Stock Option (Right to Buy).

**Remarks:**

In addition to being a Director to the Company, Alexander J. Denner ("Mr. Denner") also serves as a portfolio manager for Viking Global Performance LLC ("VGP") which acts as (i) the general partner of Viking Global Equities LP, a Delaware limited partnership ("VGE"), and (ii) investment manager to VGE III Portfolio Ltd., a Cayman Islands company ("VGE III"). As general partner and investment manager, respectively, VGP has the power to dispose of and vote the shares of Common Stock directly owned by VGE and VGE III. O. Andreas Halvorsen and David C. Ott are the managing members of VGP.

**Signatures**

[/s/ Alexander J. Denner](#)

[05/08/2006](#)

[/s/ O. Andreas Halvorsen](#)

[05/08/2006](#)

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**