

Hides George  
Form 3  
January 24, 2005

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Hides George                              |         | (Month/Day/Year)                     | NORTHFIELD LABORATORIES INC /DE/ [NFLD]                                    |  |
| (Last)                                    | (First) | (Middle)                             | 01/13/2005   |  |
| 1560 SHERMAN AVE., SUITE 1000             |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| EVANSTON, IL 60201                        |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Vice President   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 1,000 <sup>(1)</sup>                                  | D  |   |

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 (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Title   |  |  |   |

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|   |                            | Expiration<br>Date |              | Amount or<br>Number of<br>Shares |          | or Indirect<br>(I)<br>(Instr. 5) |   |
|---|----------------------------|--------------------|--------------|----------------------------------|----------|----------------------------------|---|
| Stock Option (right to buy) <u>(2)</u>  | 12/06/2004 <sup>(3)</sup>  | 12/06/2010         | Common Stock | 3,000                            | \$ 10.66 | D                                | Â |
| Stock Option (right to buy) <u>(4)</u>  | 09/21/2005 <sup>(5)</sup>  | 09/21/2011         | Common Stock | 5,000                            | \$ 14.17 | D                                | Â |
| Stock Option (right to buy) <u>(6)</u>  | 10/28/2006 <sup>(7)</sup>  | 10/28/2012         | Common Stock | 5,000                            | \$ 5.15  | D                                | Â |
| Stock Option (right to buy) <u>(8)</u>  | 10/20/2007 <sup>(9)</sup>  | 10/20/2013         | Common Stock | 7,500                            | \$ 6.5   | D                                | Â |
| Stock Option (right to buy) <u>(10)</u> | 10/21/2008 <sup>(11)</sup> | 10/21/2014         | Common Stock | 10,000                           | \$ 13.06 | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                  |       |
|---|---------------|-----------|------------------|-------|
|   | Director      | 10% Owner | Officer          | Other |
| Hides George<br>1560 SHERMAN AVE.<br>SUITE 1000<br>EVANSTON, IL 60201 | Â             | Â         | Â Vice President | Â     |

## Signatures

/s/ George Hides                      01/24/2005  
 \*\*Signature of                      Date  
 Reporting Person

## 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) Shares were granted on October 21, 2004 and become fully vested on October 21, 2006.
- (2) The Stock Option was granted on December 6, 2000.
- (3) The Stock Option becomes fully vested and exercisable as of December 6, 2004.
- (4) The Stock Option was granted on September 21, 2001.
- (5) The Stock Option becomes fully vested and exercisable as of September 21, 2005.
- (6) The Stock Option was granted on October 28, 2002.
- (7) The Stock Option becomes fully vested and exercisable as of October 28, 2006.
- (8) The Stock Option was granted on October 20, 2003.
- (9) The Stock Option becomes fully vested and exercisable as of October 20, 2007.
- (10) The Stock Option was granted on October 21, 2004.
- (11) The Stock Option becomes fully vested and exercisable as of October 21, 2008.

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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