

HERSCHKOWITZ SAMUEL /FA/
Form 4/A
January 19, 2006

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 *
HERSCHKOWITZ SAMUEL /FA/

(Last) (First) (Middle)

C/O DELCATH SYSTEMS
INC, 1100 SUMMER STREET

(Street)

STAMFORD, CT 06905

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

DELCATH SYSTEMS INC [DCTH]

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

12/20/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

12/21/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chief Technical Officer

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)
			Code	V	Amount	(D)	Price
Common Stock, par value \$0.01	12/20/2005		X		40,000	A	\$ 1.03
					153,375	(1) (5)	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)

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

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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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 2.78	07/07/2005		J ⁽²⁾	0	⁽⁴⁾ 07/07/2010	Common Stock 50,000
Incentive Stock Option (right to buy)	\$ 3.3125	10/05/2005		J ⁽²⁾	0	⁽³⁾ 12/01/2010	Common Stock 30,150
Nonqualified Stock Option (right to buy)	\$ 3.3125	10/05/2005		J ⁽²⁾	0	⁽³⁾ 12/01/2010	Common Stock 30,150
Incentive Stock Option (right to buy)	\$ 3.59	11/08/2005		J ⁽²⁾	0	⁽⁴⁾ 11/08/2010	Common Stock 16,980
Nonqualified Stock Option (right to buy)	\$ 3.59	11/08/2005		J ⁽²⁾	0	⁽⁴⁾ 11/08/2010	Common Stock 53,020
Incentive Stock Option (right to buy)	\$ 1.03	12/20/2005		X	40,000	⁽³⁾ 08/25/2008	Common Stock 40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HERSCHKOWITZ SAMUEL /FA/ C/O DELCATH SYSTEMS INC 1100 SUMMER STREET STAMFORD, CT 06905	X		Chief Technical Officer	

Signatures

SAMUEL HERSCHKOWITZ, By /s/ PAUL G. HUGHES, Attorney-in-fact 01/19/2006

 **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) The reporting person also has a pecuniary interest in approximately 63,000 shares owned by the Venkol Trust.
- (2) This transaction was previously reported.
- (3) Currently exercisable.
- (4) Based on action of the Compensation Committee of the Board of Directors of the issuer, this option is currently exercisable.
- (5) This amendment is filed solely to correct an error in the number of shares beneficially owned following the reported transaction.

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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