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GERON CORPORATION  
 Form 424B3  
 April 05, 2002

Filed Pursuant to Rule 424(b) (3)  
 Registration No. 333-70356

PROSPECTUS SUPPLEMENT NO. 1  
 (TO PROSPECTUS DATED NOVEMBER 8, 2001)

GERON CORPORATION

UP TO 200,000 SHARES OF COMMON STOCK

This prospectus supplement relates to the transfer of our common stock by holders of 100,000 shares of our common stock and a warrant to purchase up to 100,000 shares of our common stock which were issued to University Technology Corporation, a Colorado not-for-profit corporation ("UTC"). This prospectus supplement should be read in conjunction with the prospectus dated November 8, 2001 which is to be delivered with this prospectus supplement. All capitalized terms used but not defined in this prospectus supplement have the meanings given them in the prospectus.

The information appearing in the table below amends, as of the date hereof, the information in the table appearing under the heading "Selling Stockholder" in the prospectus to reflect various transfers of shares of our common stock by UTC subsequent to the date of the prospectus. The information provided for UTC in the table below supersedes the information contained in the prospectus:

NAME	NUMBER OF SHARES BENEFICIALLY OWNED PRIOR TO OFFERING	SHARES BEING OFFERED	SHARES OWNED NUMBER
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UNIVERSITY TECHNOLOGY CORPORATION	122,160 (2)	115,160	22,160

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\* Less than 1%

- (1) Assumes the sale of all shares being offered and calculated based on 24,703,471 shares of common stock outstanding as of April 2, 2002.
- (2) Includes 2,000 shares of common stock held by UTC as of April 2, 2002 and 5,000 shares of common stock subject to warrants exercisable within 60 days hereof which are not registered for resale under the prospectus dated November 8, 2001 or this prospectus supplement. Includes 15,160 shares held by UTC as of April 2, 2002 and 100,000 shares subject to warrants exercisable within 60 days hereof.

The information appearing in the following table supplements,

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as of the date hereof, the information in the table appearing under the heading "Selling Stockholders" in the prospectus. Each of the selling stockholders identified in the following table acquired the shares of our common stock identified in this table under the heading "Subsequently Acquired Shares" from UTC following the date of the prospectus.

NAME -----	SUBSEQUENTLY ACQUIRED SHARES (1) -----	NUMBER OF SHARE AVAILABLE FOR SALE IN THIS OFFERING -----
Howard Hughes Medical Institute	24,240	24,240
The Regents of University of Colorado, for the benefit of the Department of Chemistry and Biochemistry	12,120	12,120
The Regents of University of Colorado, for the benefit of the Department of Chemistry and Biochemistry	24,240	24,240
Thomas R. Cech	10,908	10,908
Joachim Lingner	10,908	10,908
Toru Nakamura	2,424	2,424

\* Less than 1%

(1) In each case none of these shares of common stock were held prior to this offering and were acquired from UTC following the date of the prospectus.

(2) Assumes the sale of all shares being offered and calculated based on 24,703,471 shares of common stock outstanding as of April 2, 2002

None of the selling stockholders identified in the tables above, nor, to our knowledge, any of their affiliates, officers, directors or principal equity holders has held any position or office or has had any material relationship with us within the past three years.

Our common stock is traded on the Nasdaq National Market under the symbol "GERN." On April 4, 2002, the closing price of our common stock was \$7.88.

INVESTING IN OUR COMMON STOCK INVOLVES A HIGH DEGREE OF RISK. SEE "RISK FACTORS" BEGINNING ON PAGE 1 OF THE PROSPECTUS.

NEITHER THE SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THESE SECURITIES OR PASSED UPON THE ACCURACY OR ADEQUACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.

The date of this prospectus supplement is April 5, 2002.