Approved: _____
MICHAEL S. SCHACHTER
Assistant United States Attorney

Before: HONORABLE FRANK MAAS
United States Magistrate Judge
Southern District of New York

UNITED STATES OF AMERICA	:	SEALED COMPLAINT
	:	Violation of
- v. -	:	18 U.S.C. §§ 2, 371
	:	and 1621; 15 U.S.C.
SAMUEL WAKSAL,	:	§§ 78j(b) and 78ff;
	:	17 C.F.R. § 240.10b-5
Defendant.	:	
	:	COUNTY OF OFFENSE:
	:	NEW YORK

SOUTHERN DISTRICT OF NEW YORK, ss.:

CATHERINE M. FARMER, being duly sworn, deposes and says that she is a Special Agent of the Federal Bureau of Investigation, and charges as follows:

COUNT ONE

(Conspiracy to Commit Fraud in Connection with the Purchase and Sale of Securities: Samuel Waksal and Tippee No. 1)

The Conspiracy

1. From on or about December 26, 2001, up to and including on or about December 28, 2001, in the Southern District of New York and elsewhere, SAMUEL WAKSAL, the defendant, and others known and unknown, unlawfully, willfully, and knowingly did combine, conspire, confederate and agree together and with each other to commit offenses against the United States, to wit, to commit securities fraud in violation of Title 15, United States Code, Sections 78j(b) and 78ff, and Title 17, Code of Federal Regulations, Section 240.10b-5.

2. It was a part and an object of the conspiracy that SAMUEL WAKSAL, the defendant, and others known and unknown, unlawfully, willfully and knowingly, directly and indirectly, by

use of the means and instrumentalities of interstate commerce, the mails and the facilities of national securities exchanges, did use and employ manipulative and deceptive devices and contrivances, in violation of Title 15, Code of Federal Regulations, Section 240.10b-5, by (a) employing devices, schemes and artifices to defraud; (b) making untrue statements of material facts and omitting to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; and (c) engaging in acts, practices and courses of business which operated and would and did operate as a fraud and deceit upon ImClone and its shareholders, and other persons and entities, in violation of Title 15, United States Code, Sections 78j(b) and 78ff, and Title 17, Code of Federal Regulations, Section 240.10b-5.

Overt Acts

3. In furtherance of the conspiracy and to effect the illegal objects thereof, the following overt acts, among others, were committed in the Southern District of New York and elsewhere:

a. In or about the late evening of December 26, 2001, SAMUEL WAKSAL, the defendant, in New York, New York, had a telephone conversation with a co-conspirator not named as a defendant in this Complaint ("Tippee No. 1") in Florida.

b. On or about December 27, 2001, Tippee No. 1 had a telephone conversation with a representative of Roth Capital Partners, during which Tippee No. 1 placed an order to sell 50,000 share of ImClone common stock.

c. On or about December 27, 2001, Tippee No. 1 had a telephone conversation with a representative of McDonald Investments, during which Tippee No. 1 placed an order to sell 50,000 share of ImClone common stock.

d. On or about December 27, 2001, Tippee No. 1 had a telephone conversation with a representative of Banc of America Securities, LLC, during which Tippee No. 1 placed an order to sell 10,000 share of ImClone common stock.

e. On or about December 28, 2001, Tippee No. 1 had a telephone conversation with a representative of Roth Capital Partners, during which Tippee No. 1 placed an order to sell 25,000 share of ImClone common stock.

(Title 18, United States Code, Section 371).

COUNT TWO

(Conspiracy to Commit Fraud in Connection with the Purchase and Sale of Securities: Samuel Waksal and Tippee No. 2)

The Conspiracy

5. From on or about December 27, 2001, up to and including December 28, 2001, in the Southern District of New York and elsewhere, SAMUEL WAKSAL, the defendant, and others known and unknown, unlawfully, willfully, and knowingly did combine, conspire, confederate and agree together and with each other to commit offenses against the United States, to wit, to commit securities fraud in violation of Title 15, United States Code, Sections 78j(b) and 78ff, and Title 17, Code of Federal Regulations, Section 240.10b-5.

6. It was a part and an object of the conspiracy that SAMUEL WAKSAL, the defendant, and others known and unknown, unlawfully, willfully and knowingly, directly and indirectly, by use of the means and instrumentalities of interstate commerce, the mails and the facilities of national securities exchanges, did use and employ manipulative and deceptive devices and contrivances, in violation of Title 15, Code of Federal Regulations, Section 240.10b-5, by (a) employing devices, schemes and artifices to defraud; (b) making untrue statements of material facts and omitting to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; and (c) engaging in acts, practices and courses of business which operated and would and did operate as a fraud and deceit upon ImClone and its shareholders, and other persons and entities, in violation of Title 15, United States Code, Sections 78j(b) and 78ff, and Title 17, Code of Federal Regulations, Section 240.10b-5.

Overt Acts

7. In furtherance of the conspiracy and to effect the illegal objects thereof, the following overt acts, among others, were committed in the Southern District of New York and elsewhere:

a. On or about December 27, 2001, SAMUEL WAKSAL, the defendant, placed a telephone call from New York, New York,

to a co-conspirator not named as a defendant in this Complaint ("Tippee No. 2") in Idaho.

b. On or about December 27, 2001, Tippee No. 2 had a telephone conversation with a representative of Merrill Lynch in New York, New York, during which Tippee No. 2 placed an order to sell 39,472 share of ImClone common stock.

(Title 18, United States Code, Section 371).

COUNTS THREE THROUGH EIGHT

(Securities Fraud)

8. On or about the following dates, SAMUEL WAKSAL. the defendant, unlawfully, willfully and knowingly, directly and indirectly, by use of the means and instrumentalities of interstate commerce, the mails and the facilities of national securities exchanges, did use and employ manipulative and deceptive devices and contrivances, in violation of Title 15, Code of Federal Regulations, Section 240.10b-5, by (a) employing devices, schemes and artifices to defraud; (b) making untrue statements of material facts and omitting to state material facts necessary in order to make the statements made, in the light of the circumstances under which they were made, not misleading; and (c) engaging in acts, practices and courses of business which operated and would and did operate as a fraud and deceit upon ImClone and its shareholders, and other persons and entities, in connection with the following:

COUNT	DATE	ACT
THREE	December 27, 2001	Sale of 39,472 shares of ImClone common stock from an account at Merrill Lynch held in the name of Tippee No. 2
FOUR	December 27, 2001	Attempted sale of 79,797 shares of ImClone common stock transferred to an account at Merrill Lynch held in the name of Tippee No. 2
FIVE	December 27, 2001	Sale of 50,000 shares of ImClone common stock from an account at Roth Capital Partners held in the name of Tippee No. 1

SIX	December 27, 2001	Sale of 50,000 shares of ImClone common stock from an account at McDonald Investments held in the name of Tippee No. 1
SEVEN	December 27, 2001	Sale of 10,000 shares of ImClone common stock from an account at Banc of America Securities held in the name of Tippee No. 1
EIGHT	December 28, 2001	Sale of 25,000 shares of ImClone common stock from an account at Roth Capital Partners held in the name of Tippee No. 1

(Title 15, United States Code, Sections 78j(b) and 78ff; Title 18, United States Code, Section 2; Title 17, Code of Federal Regulations, Section 240.10b-5.)

COUNT NINE

(Perjury)

9. On or about April 1, 2002, and on or about April 18, 2002, in the Southern District of New York and elsewhere, SAMUEL WAKSAL, the defendant, having taken an oath before a competent tribunal, officer and person, in a case in which the law of the United States authorizes an oath to be administered, to wit, in testimony before the United States Securities and Exchange Commission, that he would testify, declare, depose and certify truly, and that any written testimony, declaration, deposition and certificate by him subscribed, would be true, unlawfully, willfully, knowingly, and contrary to such oath, stated and subscribed material matter which he did not believe to be true, to wit, the testimony on or about April 1, 2002, and April 18, 2002, the underlined portions of which he believed to be materially false:

Specification One

(Page 96, Line 19 - Page 97, Line 2)

Q: Why did you want to gift shares to Tippee No. 2?
A: I had told [Tippee No. 2] that I was going to do that for [Tippee No. 2]. I had told [Tippee No. 2] a couple of weeks before that - [Tippee No. 2] lived off of [Tippee No. 2's] ImClone. [Tippee No. 2] had no other real means of support, and I had told [Tippee No. 2] when we had talked earlier in December about [Tippee

No. 2's] financial situation, that I was going to give [Tippee No. 2] more ImClone stock that [Tippee No. 2] could use to live on.

Specification Two

(Page 184, Line 14 - Page 184, Line 24)

Q: The next phone call, 9:22 p.m., who were you calling there?
A: [Tippee No. 1 and another person].
Q: What did you talk about?
A: I didn't. I left a message, I couldn't get a hold of them.
Q: What did you say in your message?
A: "Call me, Sam." I leave [Tippee No. 1] quick messages.
Q: Did you hear back from [Tippee No. 1]?
A: Not that night.

Specification Three

(Page 311, Line 10 - Page 313, Line 8)

Q: Dr. Waksal, I'm handing you what's just been marked as Exhibit 114. Have you ever seen this document before?
A: Yes.
Q: What is it?
A: It's a request to transfer my Merrill account and shares of ImClone to [Tippee No. 2].
. . . .
Q: And the second paragraph says, "It's imperative this transfer take place tomorrow morning, December 27th, first thing." Do you see that?
A: Yes.
Q: Why was it so imperative that the transfer take place?
A: I believe this was just the way this was written, just to make sure that they would do it very quickly. [My accountant] was going away and it was making sure that it was done immediately. I don't believe that there was any imperative associated with it.

Specification Four

(Page 485, Line 19 - Page 485, Line 25)

Q: Did you ever instruct [Tippee No. 1 or Tippee No. 2] to sell their shares of ImClone?
(a) A: No.
Q: Did you ever suggest to any of them that they sell their shares of ImClone?

(b) A: No.

(Title 18, United States Code, Section 1621).

The bases for my knowledge and for the foregoing charge are, in part, as follows:

1. I am a Special Agent of the Federal Bureau of Investigation. I am currently assigned to a criminal squad responsible for investigating securities fraud and related offenses, including insider trading.

2. I have participated in the investigation of this matter, and I am familiar with the information contained in this affidavit based on my own personal participation in the investigation, my review of various documents, records, and reports, and my conversations with other individuals, including other law enforcement officers and representatives of the United States Securities and Exchange Commission (the "SEC"). Because this affidavit is submitted for the limited purpose of establishing probable cause to arrest SAMUEL WAKSAL, the defendant, I have not included herein the details of every aspect of the investigation. Where actions, conversations and statements of others are related herein, they are related in substance and in part, except where otherwise indicated.

ImClone Systems, Inc.

3. Based on my review of publicly-available documents, I am aware that ImClone Systems Incorporated ("ImClone") is a corporation organized under the laws of the State of Delaware with its principal place of business in New York, New York. ImClone is engaged in the business of developing biologic medicines, including the development of Erbitux, a biologic treatment for irinotecan-refractory colorectal cancer. ImClone has described Erbitux as its lead product candidate. ImClone's common stock is listed on the NASDAQ National Market System, an electronic market system administered by the National Association of Securities Dealers, under the symbol "IMCL." Until May 22, 2002, when he resigned, SAMUEL WAKSAL, the defendant, was president, chief executive officer, and a director of ImClone.

Samuel Waksal's Financial Condition

4. Based on brokerage records I have reviewed and a conversation that I have had with a representative of Banc of

America Securities, LLC, I have learned that as of December 26, 2001, SAMUEL WAKSAL, the defendant, had over $80 million in indebtedness, over $65 million of which was "margin debt" secured by his shares of ImClone stock. At that time, SAMUEL WAKSAL was required to pay over approximately $800,000 each month to service his indebtedness.

ImClone's Policies on Insider Trading

5. Based on documents I have reviewed, I have learned that at all times relevant to this Complaint, ImClone distributed memoranda advising its officers and employees of their responsibilities under the federal securities laws. In or about April 2001 and in preceding years, ImClone distributed a memorandum advising employees of its insider trading policy, which stated in part:

> U.S. securities laws give the Company, its directors, officers and other employees, among others, the responsibility to ensure that information about the Company is not used unlawfully in the purchase and sale of securities.
>
> All directors, officers and other employees should pay close attention to the laws against trading on "inside" information. These laws are based upon the belief that all persons trading in a company's securities should have equal access to all "material" information about the company. For example, if an employee of a company knows material, non-public information, that employee is prohibited from buying or selling stock in the company until the information has been disclosed to the public. That is because the employee knows information that will very likely cause the stock price to change, and it would be unfair for the employee to have an advantage that the rest of the investing public does not have. In fact, it is more than unfair, it is fraudulent and illegal . . . .
>
> The general rule is that it is a violation of the federal securities laws for any person to buy or sell securities if he or she is in

> possession of material inside information. Information is "material" if it could affect a person's decision whether to buy, sell or hold the securities. It is "inside" information if it has not been publicly disclosed. Furthermore, it is illegal for any person in possession of material inside information to provide other people with such information or to recommend that they buy or sell the securities ("tipping"). In that case, they may both be held liable . . . .

6. Based on documents I have reviewed, I have learned that ImClone also established so-called "Blackout Periods" during which its officers and employees were prohibited from engaging in any transactions in ImClone common stock. The Blackout Period was described to ImClone personnel in a memorandum. The memorandum further instructed directors and officers not to execute any transaction in ImClone stock during a Blackout Period without first receiving authorization from ImClone's Office of the General Counsel. Publicly-traded companies often adopt such policies to prevent officers and employees from trading in the company's stock during periods in which officers and employees have access to material, non-public information.

The Insider Trading Scheme

SAMUEL WAKSAL's Acquisition of Inside Information

7. Based on documents I have reviewed, I have learned that on or about October 31, 2001, ImClone submitted to the United States Food and Drug Administration (the "FDA") a Biologics Licensing Application ("BLA") for approval of Erbitux (the "Erbitux BLA"). Based on my conversations with a representative of the FDA, I am aware that the FDA has 60 days from the date a BLA is submitted to decide whether the BLA is administratively and scientifically complete to accept the BLA for FDA review. Only if a BLA is accepted for filing does the FDA review the application to determine whether the treatment will be approved. Because Erbitux was ImClone's lead product candidate, I believe that information regarding the FDA's decision on the Erbitux BLA would be material to investors in ImClone stock.

8. I have reviewed an email distributed by ImClone's Office of the General Counsel to all ImClone employees on December 21, 2001, which placed into effect a "company-wide

blackout in trading in ImClone stock." The email stated that "the FDA is required to tell us by the end of next week whether the filing of our BLA for Erbitux has been accepted and whether the file will be granted expedited review," and "[g]iven the importance of this news, we believe employees should not trade in ImClone stock until we receive definitive information from the FDA and a press release is issued."

9. I have reviewed testimony before the SEC given on March 7, 2002 by Harlan Waksal, the brother of SAMUEL WAKSAL, the defendant, who was then ImClone's executive vice-president, chief operating officer, and a director of ImClone, in which Harlan Waksal testified, in substance and in part, that on December 25, 2002, he was informed that a source within the FDA stated that it was "99 percent likely" that ImClone would receive a "Refusal To File Letter" from the FDA on December 28, 2001, in which the FDA would advise ImClone that it had refused to accept the Erbitux BLA for filing.

10. I have reviewed testimony before the SEC given by SAMUEL WAKSAL, the defendant, in which he testified, in substance and in part, that on December 26, 2001, at approximately 6:00 p.m. or 7:00 p.m., he learned that a source within the FDA stated that ImClone was expected to receive a Refusal to File Letter from the FDA on December 28, 2001.

11. Based on my training and experience, I submit that there is probable cause to believe that the FDA's decision to reject the Erbitux BLA was information that was material to investors.

The Illicit Trading

Trading By Tippee No. 1

12. I have reviewed telephone records that reflect the following telephone calls in the late evening of December 26, 2001:

Time of Call	From	To	Length of Call
9:52 p.m.	Samuel Waksal's cell phone	Tippee No. 1's home phone	2 seconds
9:56 p.m.	Samuel Waksal's cell phone	Tippee No. 1's home phone	7 seconds

10:26 p.m.	Samuel Waksal's cell phone	Tippee No. 1's home phone	22 seconds
10:41 p.m.	Tippee No. 1's home phone	Samuel Waksal's home phone	1 minute, 3 seconds
11:11 p.m.	Tippee No. 1's home phone	Samuel Waksal's home phone	42 seconds

13. Based on my review of telephone and brokerage firm records gathered during the course of this information, I am aware that Tippee No. 1 made the following telephone calls placing the following orders to sell ImClone stock in accounts held in the name of Tippee No. 1 (except where otherwise noted) in the morning of December 27, 2001:

Date and Time	From	To	No. of Shares Sold	Proceeds
12/27/01 9:04 a.m.	Tippee No. 1's cell phone	Roth Capital Partners	50,000 shares	$3,062,542
12/27/01 9:09 a.m.	Tippee No. 1's cell phone	McDonald Investment	50,000 shares	$3,088,068
12/27/01 9:27 a.m.	Tippee No. 1's home phone	Prudential Securities	1,336 shares in account in the name of another individual	$83,166
12/27/01 9:41 a.m.	Tippee No. 1's home phone	Banc of America Securities, LLC	10,000 shares	$618,479
12/28/01 9:29 a.m.	Tippee No. 1's home phone	Roth Capital Partners	25,000 shares	$1,429,750

Trading By Tippee No. 2

14. Based on conversations I have had with a representative of the SEC, I have learned that on March 5, 2002, Tippee No. 2 appeared before the SEC pursuant to subpoena in New

York, New York, and gave investigative testimony under oath. I have reviewed Tippee No. 2's testimony. In that testimony, Tippee No. 2 testified that Tippee No. 2 was on vacation in Sun Valley, Idaho on December 27, 2001.

15. Based on telephone and brokerage records I have reviewed, I am aware that on December 27, 2001, at approximately 7:01 a.m. (MST) (9:01 a.m. (EST)), Tippee No. 2 placed an order to sell all of Tippee No. 2's ImClone common stock, consisting of approximately 39,472 shares, yielding proceeds of approximately $2,472,837.

16. I have reviewed telephone records showing that early in the morning of December 27, 2001, just prior to Tippee No.2's sale of all of Tippee No. 2's ImClone stock, numerous telephone calls were placed between telephones associated with SAMUEL WAKSAL and Tippee No. 2:

Time of Call	From	To	Length of Call
6:27 a.m. (MST)	Samuel Waksal's work phone	Tippee No. 2's cell phone	Unknown
6:30 a.m. (MST)	Tippee No. 2's cell phone	Samuel Waksal's work phone	2 minutes
6:58 a.m. (MST)	Tippee No. 2's hotel phone	Samuel Waksal's work phone	2.4 minutes
7:01 a.m. (MST)	Tippee No. 2's hotel phone	Merrill Lynch	1.4 minutes
7:46 a.m. (MST)	Tippee No. 2's hotel phone	Samuel Waksal's work phone	1.3 minutes
7:49 a.m. (MST)	Tippee No. 2's hotel phone	Merrill Lynch	0.7 minutes

Samuel Waksal's Attempted Insider Trading

17. I have spoken with the accountant for SAMUEL WAKSAL, the defendant, who informed me, in substance and in part, that in the evening of December 26, 2001, SAMUEL WAKSAL directed him to cause all of the ImClone common stock in SAMUEL WAKSAL's Merrill Lynch account, 79,797 shares, to be transferred to Tippee No. 2. I have reviewed a letter sent by facsimile from SAMUEL WAKSAL's accountant to SAMUEL WAKSAL on December 26, 2001, at approximately 9:53 p.m., in which the accountant forwarded a

letter to Merrill Lynch to effect the transfer and stated: "I understand that ImClone will have a 'blackout' beginning Friday, therefore, you should make sure that this is completed EARLY tomorrow morning. You have been previously informed regarding 'gift tax' issues, so I won't go into them again."

18. Based on my review of documents and conversations with representatives of Merrill Lynch, I have learned that in the morning of December 27, 2001, SAMUEL WAKSAL, the defendant, directed Merrill Lynch to transfer all of his ImClone common stock held at Merrill Lynch, approximately 79,797 shares then worth approximately $4.9 million, to Tippee No. 2 (the "79,797 shares"). SAMUEL WAKSAL's written direction to Merrill Lynch stated that the transfer request was "URGENT - IMMEDIATE ATTENTION REQUIRED" and that it was "imperative" that the transfer take place in the morning of December 27, 2001. Based on conversations I have had with SAMUEL WAKSAL's accountant, I have learned that subsequent to the transfer of the 79,797 shares, SAMUEL WAKSAL directed his accountant to seek to have the 79,797 shares sold. Based on conversations I have had with a representative of Merrill Lynch and SAMUEL WAKSAL's accountant, I have learned that Merrill Lynch refused to sell the 79,797 shares absent approval from ImClone's Office of the General Counsel because the shares were originally owned by SAMUEL WAKSAL and were subject to restrictions on trading.

19. Based on conversations I have had with SAMUEL WAKSAL's accountant and documents I have reviewed, I have learned that after SAMUEL WAKSAL, the defendant, was informed that Merrill Lynch refused to sell the 79,797 shares, on December 28, 2001, he directed his accountant to transfer the 79,797 shares to Banc of America Securities, LLC. On December 28, 2001, at approximately 2:12 p.m., SAMUEL WAKSAL's accountant informed SAMUEL WAKSAL by email that "B of A consider[s] [Tippee No. 2] an affiliate of ImClone and cannot sell the shares absent company approval."

Public Announcement of the FDA Decision

20. Based on documents I reviewed, I have learned that on December 28, 2001, at approximately 2:55 p.m., the FDA sent a letter to ImClone via facsimile notifying ImClone that the FDA refused to accept the Erbitux BLA for filing. After the close of business on December 28, 2001, ImClone issued a press release announcing that the FDA had refused to accept the Erbitux BLA for filing.

21. From its closing price of 55.25 on December 28, 2001, the price of ImClone stock fell 16% to 46.46 by the close of the next trading day, December 31, 2001.

Concealment of Insider Trading

22. Based on conversations I have had with an attorney with the SEC, I have learned that in or about January 2001, the New York Office of the SEC commenced an investigation to determine whether SAMUEL WAKSAL and members of his family violated the securities laws prohibiting trading while in possession of material, non-public information. I am informed that it was material to the SEC's investigation to determine, among other things, the reasons for the trading, transfers of stock, and attempted trading discussed above.

23. Based on conversations I have had with an attorney with the SEC, I have learned that on April 1, 2002 and April 18, 2002, SAMUEL WAKSAL, the defendant, appeared before the SEC pursuant to subpoena in New York, New York, and gave investigative testimony under oath. I have reviewed SAMUEL WAKSAL's testimony, including the testimony described in Specifications One through Six of Count Nine above. In his testimony, SAMUEL WAKSAL testified, in substance and in part, that:

a. SAMUEL WAKSAL did not speak with Tippee No. 1 during the night of December 26, 2001; did not instruct Tippee No. 1 to sell ImClone stock; and did not suggest to Tippee No. 1 that Tippee No. 1 should sell ImClone stock;

b. SAMUEL WAKSAL did not speak with Tippee No. 2 from the time he heard the report of the FDA's anticipated negative decision until the night of December 27, 2001; did not instruct Tippee No. 2 to sell ImClone stock; and did not suggest to Tippee No. 2 that Tippee No. 1 should sell ImClone stock;

c. SAMUEL WAKSAL had planned to transfer the 79,797 shares to Tippee No. 2 weeks before the transfer; did not believe there was any imperative associated with the transfer of the 79,797 shares to Tippee No. 2; and did not ask to have the 79,797 shares sold.

24. Based on conversations I have had with an attorney with the SEC, I have learned that on March 5, 2002, Tippee No. 2 appeared before the SEC pursuant to subpoena in New York, New York, and gave investigative testimony under oath. I have

reviewed Tippee No. 2's testimony. In that testimony, Tippee No. 2 testified in substance and in part that Tippee No. 2 did not speak to anyone before placing the order to sell ImClone shares and did not discuss with SAMUEL WAKSAL investments in any way during Tippee No. 2's vacation to Idaho.

25. In his testimony, SAMUEL WAKSAL, the defendant, was also asked if he had any interest in any offshore accounts at all, and answered only that he did not know whether Diaz & Altschul, a merchant banking partnership in which he invested, had such an account, and that Scientia Health Group, Inc., a corporation in which SAMUEL WAKSAL had an interest, was a Bermuda corporation.

26. I have reviewed documents, however, reflecting the following regarding SAMUEL WAKSAL's apparent interest in an offshore account:

a. On November 7, 2000, SAMUEL WAKSAL transferred 120,000 restricted shares of ImClone stock, worth approximately $7.5 million to Protec Advisory Group Ltd. ("Protec");

b. On January 5, 2001, Protec, a British Virgin Islands corporation, wire transferred $389,962 to SAMUEL WAKSAL's account at Bank of New York;

c. On May 10, 2001, SAMUEL WAKSAL directed an individual in Switzerland (the "Swiss Individual") to wire transfer $109,300 from "my account" in the "name of: Discount Bank and Trust Company, Geneva" to SAMUEL WAKSAL's account at Bank of New York, which resulted in a wire transfer of $109,300 from an account in the name of Protec;

d. On September 25, 2001, SAMUEL WAKSAL directed $2 million to be wire transferred from his account at Smith Barney to an account at Discount Bank and Trust Company - Amsterdam in the name of Protec for the purpose of purchasing ImClone stock;

e. On November 15, 2001, $1.5 million was wire transferred from an account in the name of Protec at Discount Bank & Trust Company to an account in the name of SAMUEL WAKSAL at First Republic Bank;

27. I have reviewed SAMUEL WAKSAL's business telephone records, which reflect calls to a telephone number in Switzerland

on December 27, 2001, at approximately 10:14 a.m., and on December 28, 2001, at approximately 11:42 a.m., the same dates as the illicit trading described above. In his testimony, SAMUEL WAKSAL identified those calls as being placed to the Swiss Individual. WAKSAL did not state that the Swiss Individual had any connection to Protec, but rather stated that the Swiss Individual "works in the high-tech field" and "we were trying to fund a company called V-Target;" he "could have been calling about V-Target and some Israeli stuff to someone in Switzerland."

WHEREFORE, deponent prays that the above-named individual be arrested and imprisoned or bailed as the case may be.

_____
CATHERINE M. FARMER
Special Agent
Federal Bureau of Investigation

Sworn to before me this
12th day of June, 2002

_____
UNITED STATES MAGISTRATE JUDGE
SOUTHERN DISTRICT OF NEW YORK

Based on the confidential ongoing nature of this investigation, I respectfully request that this Complaint and any warrant issued thereon be filed under seal.

_____
MICHAEL S. SCHACHTER
Assistant United States Attorney