

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 10-Q/A1

QUARTERLY REPORT UNDER SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For Quarter Ended MARCH 31, 1995
12957

Commission File No. 0-

ENZON, INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of
incorporation or organization)

22-2372868
(IRS Employer
Identification No.)

20 KINGSBRIDGE ROAD, PISCATAWAY, NEW JERSEY
(Address of principal executive offices)

08854
(Zip Code)

(908) 980-4500
(Registrant's telephone number, including area code:)

40 KINGSBRIDGE ROAD, PISCATAWAY, NEW JERSEY, 08854
(Former address if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

The number of shares of common stock, \$.01 par value, outstanding as of May 5, 1995 was 25,481,385 shares.

PART II OTHER INFORMATION

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

- (a) An annual meeting of stockholders was held on January 10, 1995.
- (b) The directors elected at the annual meeting were A.M. "Don" MacKinnon and Randy H. Thurman. The term of office as a director for each of Peter G. Tombros, Abraham Abuchowski, Robert LeBuhn and Dr. Rosina B. Dixon continued after the annual meeting.
- (c) The matters voted upon at the annual meeting and the results of the voting are set forth below. Brokers' non-votes were not applicable.
 - (i) The stockholders voted 20,898,395 shares in favor and withheld 666,542 votes with respect to the election of A.M. "Don" MacKinnon as a Class II director of the Company and 20,910,845 shares in favor and withheld 654,092 votes with respect to the election of Randy H. Thurman as a Class II director of the Company.
 - (ii) The stockholders voted 20,963,662 shares in favor, 493,832 against and 107,443 abstained with respect to a proposal to ratify the selection of KPMG Peat Marwick LLP to audit the Company's

consolidated financial statements for the fiscal year ending June 30, 1995.

ITEM 6. EXHIBIT AND REPORTS ON FORM 8-K

(a) Exhibits (numbered in accordance with Item 601 of Regulation S-K).

Exhibit NUMBER	DESCRIPTION	Page Number or Incorporation BY REFERENCE
1.1	Form of Third Amended and Restated Purchase Agreement by and between the Company and Susquehanna Brokerage Services, Inc. dated as of June 24, 1994	##(1.1)
4.0	Certificate of Designation for the Series A Cumulative Convertible Preferred Stock filed with the Secretary of State of Delaware	*(4.0)
10.0	Employment Agreement dated March 25, 1994 with Peter G. Tombros	#(10.17)
10.1	Termination Agreement and General Release dated May 17, 1994 with Edward Ehrenberg	###(10.3)
10.2	Form of Change of Control Agreements dated as of January 20, 1995 entered into with the Company's Executive Officers	E1
10.3	Lease - 300-C Corporate Court, South Plainfield, New Jersey	*** (10.3)
10.4	Modification of Lease - 300-C Corporate Court, South Plainfield New Jersey	++(10.3)
10.5	Lease Termination Agreement dated March 31, 1995 for 20 Kingsbridge Road and 40 Kingsbridge Road, Piscataway, New Jersey	E2
10.6	Option Agreement dated April 1, 1995 regarding 20 Kingsbridge Road, Piscataway, New Jersey	E3
10.7	Lease - 20 Kingsbridge Road, Piscataway, New Jersey	E4
10.8	Form of Lease - 40 Cragwood Road, South Plainfield, New Jersey	**** (10.9) (10.10)
10.9	Lease 300A-B Corporate Court, South Plainfield, New Jersey	
10.10	Stock Purchase Agreement dated March 5, 1987 between the Company and Eastman Kodak Company	**** (10.7)
10.11	Amendment dated June 19, 1989 to Stock Purchase Agreement between the Company and Eastman Kodak Company	** (10.10)
10.12	Form of Stock Purchase Agreement between the Company and the purchasers of the Series A Cumulative Convertible Preferred Stock	+(10.11)
10.13	Amendment to License Agreement and Revised License Agreement between the Company and Research Corporation dated April 25, 1985	+++ (10.5)
10.14	Amendment dated as of May 3, 1989 to Revised License Agreement dated April 25, 1985 between the Company and Research Corporation	** (10.14)
10.15	License Agreement dated September 7, 1989 between the Company and Research Corporation Technologies	** (10.15)
10.16	Master Lease Agreement and Purchase Leaseback Agreement dated October 28, 1994 between the Company and Comdisco, Inc.	#### (10.16)
27.0	Financial Data Schedule	E-5

* Previously filed as exhibits to the Company's Registration Statement on Form S-2 (File No. 33-34874) and incorporated herein by reference thereto.

** Previously filed as exhibits to the Company's Annual Report on Form 10-K for the fiscal year ended June 30, 1989 and incorporated herein by reference thereto.

*** Previously filed as exhibits to the Company's Registration Statement on Form S-18 (File No. 2-88240-NY) and incorporated herein by reference thereto.

**** Previously filed as exhibits to the Company's Registration Statement On Form S-1 (File No. 2-96279) filed with the Commission and incorporated herein by reference thereto.

+ Previously filed as exhibits to the Company's Registratsion Statement on Form S-1 (File No. 33-39391) filed with the Commission and incorporated herein by reference thereto.

++ Previously filed as exhibits to the Company's Annual Report on Form 10-K for the fiscal year ended June 30, 1992 and incorporated herein by reference thereto.

+++ Previously filed as an exhibit to the Company's Annual Rerort on Form 10-K for the fiscal year ended June 30, 1985 and incorporated herein by reference thereto.

++++ Previously filed as exhibits to the Company's Annual Report on Form 10-K for the fiscal year ended June 30, 1993 and incorporated herein by reference thereto.

Previously filed as exhibit to the Company's Current Report on Form 8-K dated April 5, 1994 and incorporated herein by reference thereto.

Previously filed as exhibit to the Company's Registration Statement on Form S-3 (File No. 33-80790) and incorporated herein by reference thereto.

Previously filed as exhibit to the Company's Annual Report on Form 10-K for the fiscal year ended June 30, 1994 and incorporated herein by reference thereto.

Previously filed as exhibit to the Company's quarterly report on Form 10-Q for the quarter ended December 31, 1994.

(b) Reports on Form 8-K

On January 13, 1995, the Company filed with the Commission a Current Report on Form 8-K dated December 6, 1994 relating to (i) the signing of a revised U.S. marketing license agreement of ONCASPASPAR with RPR and (ii) the initiation of clinical trials for the Company's product, LYSODASE.

On January 25, 1995, the Company filed with the Commission a Current Report on Form 8-K dated January 20, 1995 relating to the Company's (i) receipt from the FDA of permission to begin clinical trials of its hemoglobin-based oxygen carrier, PEG-hemoglobin; and (ii) reduction in its workforce by 22 employees in connection with its on-going cost reduction program.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this amendment to this report to be signed on its behalf by the undersigned thereunto duly authorized.

ENZON, INC.
(Registrant)

Date: July 19, 1995 By: /PETER G. TOMBROS
Peter

G. Tombros
President
and Chief Executive

Officer

By:
/KENNETH J. ZUERBLIS
Kenneth J. Zuerblis
Vice
President, Finance
(Principal
Financial
and

Accounting Officer)

<ARTICLE> 5

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This schedule contains summary financial information extracted from the Enzon, Inc. and Subsidiaries Consolidated Condensed Balance Sheet as of March 31, 1995 and the Consolidated Condensed Statement of Operations for the three months ended March 31, 1995 and the nine months ended March 31, 1995 and is qualified in its entirety by reference to such financial statements.

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