CYTOGEN CORP Form SC 13G/A

February 11, 2008
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549
SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934 ¹
(AMENDMENT NO. 2)
Cytogen Corp.
(Name of Issuer)
Common Stock, \$.01 par value
(Title of Class of Securities)
232824 30 0
(CUSIP Number)
December 31, 2007
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

o Rule	13d-1(b)							
x Rule	13d-1(c)							
o Rule	13d-1(d)							
The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.								
The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, <i>see</i> the <i>Notes</i>).								
CUSIP	No. 232824 30 0		J	13G	1	Page 2 of 1	15 Page	es
1.	NAMES OF REPO	ORTING F	PERSONS					
	I.R.S. IDENTIFIC	CATION N	IO. OF ABOVE PERSO	ONS (ENTITIES ONL	XY)			
	ProQuest Investme	ents II, L.P	P. 22-3764772					
2.					O X			
3.								
4.	CITIZENSHIP OR PLACE OF ORGANIZATION							
	Delaware	5.	SOLE VOTING POW	/ER				
NUMBER OF		6.	-0- SHARED VOTING P	OWER				
SHARE	ES							
BENEFICIALLY 7. SOLE DISPOSITIVE POWER								
			-0-					

OWNED BY 8. SHARED DISPOSITIVE POWER								
EACH	EACH 106,522*							
REPOR	REPORTING							
PERSO	PERSON WITH 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
10.	106,522* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES O							
11.	CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9							
12.	0.3% TYPE OF REPORTING PERSON**							
	PN ** SEE INSTRUCTIONS BEFORE FILLING OUT							
*Consis	sts of shares subject	to current	ly exercisable warrants.					
CUSIP	No. 232824 30 0		13G	Page 3 of 15 Pages				
1.	NAMES OF REP	ORTING I	PERSONS					
			IO. OF ABOVE PERSONS (ENTITIES ONLY)					
	ProQuest Investments III, L.P. 20-0992411							
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP** (a) 0							
2.	CHECK THE AP	PROPRIA	TE BOX IF A MEMBER OF A GROUP**					
 3. 	CHECK THE AP	PROPRIA	TE BOX IF A MEMBER OF A GROUP**	(a) O (b) X				
	SEC USE ONLY		TE BOX IF A MEMBER OF A GROUP** OF ORGANIZATION					
3.	SEC USE ONLY							
3.	SEC USE ONLY CITIZENSHIP OF Delaware ER OF	R PLACE	OF ORGANIZATION					

BENEFICIALLY

OWNE	8. D BY	272,713*	OSITIVE POWER				
EACH							
REPOR	REPORTING						
PERSO 9.	PERSON WITH 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
10.	272,713* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES 0						
11.	CERTAIN SHARES** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9						
12.	0.7% TYPE OF REPORTING	G PERSON**					
	PN ** SEE INSTRUCTION	NS BEFORE FILLING	G OUT				
*Consis	*Consists of shares subject to currently exercisable warrants.						
CUSIP	No. 232824 30 0		13G	Page 4 of 15	5 Pages		
1.	NAMES OF REPORTI	NG PERSONS					
1.			PERSONS (ENTITIES ONI	LY)			
1.		ON NO. OF ABOVE I		LY)			
1. 2.	I.R.S. IDENTIFICATION ProQuest Investments II	ON NO. OF ABOVE I		(:	a) o		
	I.R.S. IDENTIFICATION ProQuest Investments II	ON NO. OF ABOVE I	22-3784567	(:	a) o b) x		
2.	I.R.S. IDENTIFICATION ProQuest Investments II CHECK THE APPROP	ON NO. OF ABOVE I Advisors Fund, L.P. RIATE BOX IF A M	22-3784567 EMBER OF A GROUP**	(:			
2.	I.R.S. IDENTIFICATION ProQuest Investments II CHECK THE APPROP	ON NO. OF ABOVE I Advisors Fund, L.P. RIATE BOX IF A M	22-3784567 EMBER OF A GROUP** TION	(:			

Edgar Filing: CYTOGEN CORP - Form SC 13G/A **BENEFICIALLY** 7. SOLE DISPOSITIVE POWER OWNED BY 8. SHARED DISPOSITIVE POWER **EACH** 2,563* REPORTING PERSON WITH AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,563* CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES 10. o CERTAIN SHARES** 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.1% 12. TYPE OF REPORTING PERSON** PN ** SEE INSTRUCTIONS BEFORE FILLING OUT *Consists of shares subject to currently exercisable warrants. CUSIP No. 232824 30 0 13G Page 5 of 15 Pages NAMES OF REPORTING PERSONS

1.

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

ProQuest Associates II LLC 22-3764735

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP** 2.

(a) o

(b)

SEC USE ONLY 3.

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

SOLE VOTING POWER 5.

-0-NUMBER OF

SHARED VOTING POWER 6.

Edgar Filing: CYTOGEN CORP - Form SC 13G/A **SHARES** 109.085* 7. SOLE DISPOSITIVE POWER BENEFICIALLY -0-8. SHARED DISPOSITIVE POWER OWNED BY 109,085* **EACH** REPORTING PERSON WITH AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 109,085* 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES o**CERTAIN SHARES**** 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.3% 12. TYPE OF REPORTING PERSON** 00 ** SEE INSTRUCTIONS BEFORE FILLING OUT *Consists of shares subject to currently exercisable warrants. CUSIP No. 232824 30 0 13G Page 6 of 15 Pages 1. NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) ProQuest Associates III LLC 20-0992451 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP** 2. (a) o (b) X 3. SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

-0-

5.

SOLE VOTING POWER

4.

Delaware

6

NUMBI	ER OF	6.	SHARED VOTING POWER					
SHARES 7		7.	272,713* SOLE DISPOSITIVE POWER					
BENEF	BENEFICIALLY							
OWNED BY 8.		8.	-0- SHARED DISPOSITIVE POWER					
EACH								
REPOR	REPORTING							
PERSO	PERSON WITH 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
10.	272,713* CHECK BOX IF 7	ΓHE AGG	REGATE AMOUNT IN ROW 9 EXCLUDES	O				
11.	CERTAIN SHARI PERCENT OF CL		RESENTED BY AMOUNT IN ROW 9					
12.	0.7% TYPE OF REPOR	TING PEI	RSON**					
	OO ** SEE INSTRUCTIONS BEFORE FILLING OUT							
*Consis	*Consists of shares subject to currently exercisable warrants.							
CUSIP	No. 232824 30 0		13G	Page 7 of 15 Pages				
1.	NAMES OF REPO	ORTING I	PERSONS					
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)							
	Jay Moorin							
2.	CHECK THE API MEMBER OF A		· · · · · · · · · · · · · · · · · · ·					