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NORTHFIELD LABORATORIES INC /DE/ Form 3 March 29, 2007 FORM 3 UNITED STATES SECU

W 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

INITIAL STATEMENT OF 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

OMB APPROVAL

OMB 3235-0104 Number: January 31, 2005 Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Ad Person <u>*</u> O'Neill-N		-	2. Date of Event Requir Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol NORTHFIELD LABORATORIES INC /DE/ [NFLD]				
(Last)	(First)	(Middle)	03/26/2007	4. Relations Person(s) to	hip of Reporting Issuer	,	5. If Amendment, Date Original Filed(Month/Day/Year)		
1560 SHERN AVENUE,Â		000		(Chec	k all applicable))			
(Street) EVANSTON, IL 60201				X Office (give title belo	Director10% Owner XOfficerOther (give title below) (specify below) Vice President-Finance		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I	- Non-Deriva	ative Securiti	ies Be	neficially Owned		
1.Title of Secur (Instr. 4)	ecurity 2. Amount of Beneficially (Instr. 4)		nt of Securities Illy Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)				
Reminder: Repo owned directly o	or indirectly. Perso inform requir	ate line for ea ns who res nation conta ed to respo ntly valid Ol	SEC 1473 (7-02	2)					
Т	able II - Der	ivative Secu	rities Beneficially Owned	d (e.g., puts, call	s, warrants, opt	tions, c	onvertible securities)		

2. Date Exercisable and		3. Title and A	Amount of	4.	5.	6. Nature of Indirect
Expiration Date		Securities Ur	nderlying	Conversion	Ownership	Beneficial
(Month/Day/Year)	Derivative Security		or Exercise	Form of	Ownership	
		(Instr. 4)		Price of	Derivative	(Instr. 5)
Date Exercisable Expiration Date	n	Title	Amount or Number of Shares	Derivative Security: Security Direct (D) or Indirect (I)		
	Expiration Date (Month/Day/Year) Date Exercisable Expiration	Expiration Date (Month/Day/Year) Date Exercisable Expiration	Expiration Date (Month/Day/Year)Securities Un Derivative Securities Un Securities Un Derivative Securities Un Securities Un Derivative Securities Un Securities Un Securities Un Securities Un Securities Un Securities Un Securities Un Securities Un Securities Un Securities Un 	Expiration Date (Month/Day/Year)Securities Underlying Derivative Security (Instr. 4)Date ExercisableExpiration DateTitleAmount or Number of	Expiration Date (Month/Day/Year)Securities Underlying Derivative Security (Instr. 4)Conversion or ExerciseDate ExercisableExpirationTitleAmount orDerivative Security	Expiration Date (Month/Day/Year)Securities Underlying Derivative Security (Instr. 4)Conversion or ExerciseOwnership Form of DerivativeDate ExercisableExpiration DateTitleAmount or Number of SharesDerivative Security Our content of the security Our content of the securityOwnership Form of Derivative Security

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(Instr. 5)

Options	01/03/2007(1)	01/03/2016	Common Stock	5,000	\$ 13.42	D	Â
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Reporting Owners

Stock

Reporting Owner Name / Address	s Relationships					
	Director	10% Owner	Officer	Other		
O'Neill-Mulvihill Donna 1560 SHERMAN AVENUE SUITE 1000 EVANSTON, IL 60201	Â	Â	Vice President-Finance	Â		
Signatures						
/s/ Donna O'Neill-Mulvihill	03/28/20	07				

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

Date

** 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 option vests 25% on each of January 3, 2007, 2008, 2009 and 2010

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.