

# FORM 4

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

| OMB APPROVAL                                   |           |
|--|-----------|
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

|  |  |  |  |   |  |
|--|--|--|--|---|--|
| 1. Name and Address of Reporting Person<br><b>RABBANI ELAZAR</b>             |  | 2. Issuer Name and Ticker or Trading Symbol<br><b>ENZO BIOCHEM INC [ENZ]</b> |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>CEO, Chn. of the Brd. and Sec.</b> |  |
| (Last) (First) (Middle)<br><b>C/O ENZO BIOCHEM, INC., 527 MADISON AVENUE</b> |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>10/25/2017</b>        |  |   |  |
| (Street)<br><b>NEW YORK, NY 10022</b>  |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                         |  | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person   |  |
| (City) (State) (Zip)   |  |  |  |   |  |

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                          | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------------------------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D)               |   |  |   |
| Common Stock                    | 10/25/2017                           |  | M                              |   | 159,091   | A \$ 3                   | 2,038,474   | D  |   |
| Common Stock                    | 10/25/2017                           |  | S                              |   | 72,401<br><u>(1)</u>  | D \$ 10.09<br><u>(3)</u> | 1,966,073   | D  |   |
| Common Stock                    | 10/25/2017                           |  | F                              |   | 47,302<br><u>(2)</u>  | D \$ 10.09<br><u>(3)</u> | 1,918,771   | D  |   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|----------------------------|--|--|--|--|
|  |  |                                      |  | Code                           | V |   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |  |  |
| Stock Option (to acquire common stock)     | \$ 3   | 10/25/2017                           |  | M                              |   | 159,091   | 11/26/2014   | 11/26/2017      | Common Stock  | 159,091                    | \$ 3                                       | 260,754  | D  |  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| RABBANI ELAZAR<br>C/O ENZO BIOCHEM, INC.<br>527 MADISON AVENUE<br>NEW YORK, NY 10022 | X             |           | CEO, Chn. of the Brd. and Sec. |       |

## Signatures

|  |                     |
|--|---------------------|
| /s/ Elazar Rabbani                           | 10/27/2017          |
| <small>Signature of Reporting Person</small> | <small>Date</small> |

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Represents shares sold to satisfy reporting person's tax obligations.

(2) Represents shares withheld by the company to cover the exercise price of the Stock Options.

The sale price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.01 to \$10.16, inclusive. The reporting person

(3) undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the U.S. Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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