

GTX INC /DE/  
Form 4  
July 05, 2011

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HYDE JOSEPH R III**

(Last) (First) (Middle)

**175 TOYOTA PLAZA, 7TH FLOOR**

(Street)

**MEMPHIS, TN 38103**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**GTX INC /DE/ [GTXI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**07/01/2011**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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)	Price
Common Stock	07/01/2011		A		1,722.34	A	\$ 4.79
Common Stock					10,941,802.11	D	(1)
Common Stock					808,169	I	(2)
Common Stock					161,633	I	(3)
Common Stock					769,830	I	
Common Stock					153,966	I	
Common Stock					216,462	I	

Common Stock							
Common Stock		410,325	I			By Trust	
Common Stock		410,324	I			By Trust	
Common Stock		410,324	I			By Trust	
Common Stock		144,645	I			By Trust	
Common Stock		114,350	I			By Trust	
Common Stock		91,628	I			By Pittco Associates, L.P.	
Common Stock		3,915,716	I			By Pittco Investments, L.P.	

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

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(9-02)

**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 (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director   10% Owner   Officer   Other

HYDE JOSEPH R III  
175 TOYOTA PLAZA  
7TH FLOOR  
MEMPHIS, TN 38103

X            X

## Signatures

/s/ Henry P. Doggrell, by Power of  
Attorney

07/05/2011

\_\_Signature of Reporting Person

Date

## 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).  
Includes a distribution of 191,831 shares from the 2010-1 Grantor Retained Annuity Trust on June 15, 2011, and a distribution of 38,367 shares from the 2010-2 Grantor Retained Annuity Trust on June 15, 2011 to the reporting person and represents a change in beneficial ownership.
  - (1) shares from the 2010-2 Grantor Retained Annuity Trust on June 15, 2011 to the reporting person and represents a change in beneficial ownership.
  - (2) Excludes the distribution of 191,831 shares from the 2010-1 Grantor Retained Annuity Trust to the reporting person on June 15, 2011 and represents a change in beneficial ownership.
  - (3) Excludes the distribution of 38,367 shares from the 2010-2 Grantor Retained Annuity Trust to the reporting person on June 15, 2011 and represents a change in beneficial ownership.

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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