

TX Holdings, Inc.
Form 5
November 20, 2013

FORM 5

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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
Shrewsbury William

2. Issuer Name and Ticker or Trading Symbol
TX Holdings, Inc. [txhg]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
09/30/2013

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

PO BOX 1425

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

ASHLAND, KY 41105

Form Filed by One Reporting Person
 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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	02/14/2012	Â	P	10,590	A	\$ 0.072	9,162,651	D	Â
Common Stock	02/27/2012	Â	P	24,000	A	\$ 0.067	0	D	Â
Common Stock	03/26/2012	Â	P	10,000	A	\$ 0.115	0	D	Â
Common Stock	04/02/2012	Â	P	20,000	A	\$ 0.115	0	D	Â

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Common Stock	04/03/2012	Â	P	20,000	A	\$ 0.13	0	D	Â
Common Stock	04/12/2012	Â	P	10,000	A	\$ 0.13	0	D	Â
Common Stock	05/23/2012	Â	P	14,000	A	\$ 0.1	0	D	Â
Common Stock	06/06/2012	Â	P	13,120	A	\$ 0.073	0	D	Â
Common Stock	09/25/2012	Â	P	10,000	A	\$ 0.05	0	D	Â
Common Stock	10/05/2012	Â	P	35,000	A	\$ 0.048	0	D	Â
Common Stock	11/02/2012	Â	P	10,000	A	\$ 0.04	0	D	Â
Common Stock	11/14/2012	Â	P	35,000	A	\$ 0.02	0	D	Â
Common Stock	12/05/2012	Â	P	60,300	A	\$ 0.029	0	D	Â
Common Stock	01/17/2013	Â	P	23,500	A	\$ 0.026	0	D	Â
Common Stock	01/31/2013	Â	P	22,000	A	\$ 0.028	0	D	Â
Common Stock	02/15/2013	Â	P	10,000	A	\$ 0.035	0	D	Â

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 Security (Instr. 3 and 4)		
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount	
Common Stock Warrants	\$ 0.05	12/10/2011	12/10/2013	P	200,000	Â	12/10/2011	12/30/2013	Common Stock	200,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shrewsbury William PO BOX 1425 ASHLAND, KY 41105	X	X	CEO	

Signatures

William
Shrewsbury

11/20/2013

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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.