PONTIUS JOHN HOFMANN

Form 4 July 02, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

3235-0287

January 31,

2005

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OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2. Issuer Name and Ticker or Trading

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

Stock

Common

(Print or Type Responses)

1. Name and Address of Reporting Person *

PONTIUS JOHN HOFMANN (Last) (First) (Middle) 3 N. DUNLAP STREET, 3RD FLOOR			Symbol GTX INC /DE/ [GTXI] 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2008					Issuer				
								(Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)				
	MEMPHIS,	(Street) TN 38163			endment, Da nth/Day/Year	Č			6. Individual or Jo Applicable Line) _X_ Form filed by 0 Form filed by N Person	•	rson	
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benef								f, or Beneficial	ly Owned			
	1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)) Execution any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)	
	Common Stock	06/30/2008			A	156.79	A	\$ 14.35	63,764.05	D		
	Common Stock	07/01/2008			A	348.43	A	\$ 14.35	64,112.48	D		
	Common Stock								46,261	I	By Spouse	
	Common								10,760	I	By Trust	

By Trust

10,760

Ι

Common Stock 3,000 I By Trust (1)

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

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SEC 1474

(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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable an Expiration Date (Month/Day/Year)		7. Title Amour Underl Securit (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

PONTIUS JOHN HOFMANN
3 N. DUNLAP STREET
3RD FLOOR
MEMPHIS, TN 38163

Signatures

/s/ Helen W. Brown, by Power of Attorney 07/02/2008

**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).

The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in his report shall not be deemed an admission of beneficial ownership of the reported shares for the purpose of Section 16 or any other purpose.

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

Reporting Owners 2

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