FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

027	
OMB Number:	3235-0287
Estimated average	hurden

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response: 0								

1. Name and Address of Reporting Person* ROBINSON KENNETH S						2. Issuer Name and Ticker or Trading Symbol GTX INC /DE/ [GTXI]										all applicable) Director		g Person(s) to Issuer 10% Owner		wner
	(Fii	,	Middle)			ate o		t Trans	Day/Year)					Officer (give title below)		Other (below)				
7TH FLOOR (Street) MEMPHIS TN 38103				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(City)			Zip)		-											Forn Pers	n filed by Mor on	re than	One Rep	orting
		Tabl	e I - No	n-Deriv	ative	Sec	curitie	s Acc	quired,	Dis	posed o	f, or	Bene	ficia	ally	Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						Execut ay/Year) if any		Deemed ecution Date, any onth/Day/Year)				1. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			4 and S		Securities Beneficially		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	Trans		action(s) 3 and 4)			(
Common Stock 01/0					1/2012						2,455.36		36 A \$		3.36 28		8,164.21		D	
		Та									sed of, onvertib				y Ov	vned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Executior if any (Month/Da	Date,	4. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date E Expiratio (Month/E	n Dat		Amount of Securities Underlying Derivative Security (Instr. : and 4)					9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A) (D)		Date Exercisa		Expiration Date	Title	Amo or Nun of Sha	ber						

Explanation of Responses:

Remarks:

/s/ Mark E. Mosteller, by Power of Attorney

01/04/2012

** Signature of Reporting Person

Date

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

- * 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 is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.