FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB N	umber:	3235-0287							
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0.5

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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).

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

Common Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of Derivative Securities II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 3. Transaction Date Execution Date Security or Exercise (Month/Day/Year) 3. Transaction Date Security Securities 3. Transaction Date Security Securities 4. Transaction Code (Instr. 4) 6. Date Exercisable and Amount of Security Securities 7. Title and Amount of Security Security Security Security Security Security Security Securities	1. Name and Address of Reporting Person* <u>CLARKSON ANDREW M</u>				2. Issuer Name and Ticker or Trading Symbol GTX INC /DE/ [GTXI]											o of Reportin blicable) ctor	ng Perso	on(s) to Is			
4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by More than One Reporting Person Yerson Ye																					
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Explanation of Responses:

Remarks:

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

10/12/2005

** 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.