

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>HYDE JOSEPH R III</u>  (Last) (First) (Middle) 3 N. DUNLAP STREET 3RD FLOOR  (Street) MEMPHIS TN 38163  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GTX INC /DE/ [ GTXI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/05/2007</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/21/2007		G		195,303	D	(1)	390,605 <sup>(2)</sup>	I	By 2005 GRAT
Common Stock	11/21/2007		G		195,303	D	(1)	195,302	I	By 2005 GRAT
Common Stock	11/21/2007		G		195,302	D	(1)	0	I	By 2005 GRAT
Common Stock	11/21/2007		G		195,303	A	(1)	410,325	I	By Trust
Common Stock	11/21/2007		G		195,303	A	(1)	410,325	I	By Trust
Common Stock	11/21/2007		G		195,302	A	(1)	410,323	I	By Trust
Common Stock	12/05/2007		S <sup>(3)</sup>		341	D	\$13.9	0	I	By Memphis Biomed Ventures I, L.P. <sup>(4)</sup>
Common Stock	12/05/2007		S <sup>(3)</sup>		649	D	\$13.9	0	I	By MV Venture Partners, LLC <sup>(4)</sup>
Common Stock	12/05/2007		P <sup>(3)</sup>		990	A	\$13.9	7,113,487.53 <sup>(5)</sup>	D	
Common Stock								981,924 <sup>(6)</sup>	I	By 2006-2 GRAT
Common Stock								216,462	I	By Spouse
Common Stock								411,153	I	By 2006-1 GRAT
Common Stock								114,350	I	By Trust
Common Stock								114,350	I	By Trust
Common Stock								91,628	I	By Pittco Associates, L.P. <sup>(4)</sup>
Common Stock								677,000	I	By Pittco Investments, L.P. <sup>(4)</sup>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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