FORM 4

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Karr Robert W</u>						2. Issuer Name and Ticker or Trading Symbol GTX INC /DE/ [GTXI]												o of Reporting Person(s) to Issuer dicable) tor 10% Owner			
(Last) (First) (Middle) 3 N. DUNLAP STREET						3. Date of Earliest Transaction (Month/Day/Year) 09/30/2007											Office	er (give title v)		Other (specify below)	
(Street) MEMPH (City)	EMPHIS TN 38163				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										. Indiv ine) X	dual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Tabl	e I - No	n-Deriv	ative	Se	curi	ities	s Acq	uired,	Dis	posed o	f, or	Ben	efici	ally (Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Da						Execution Date			Date,	3. Transa Code (I 8)		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 5)				Securi Benefi Owned	cially d Following	Form (D) o	vnership n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
										Code	v	Amount	(,	A) or O)	Price		Reported Transaction(s) (Instr. 3 and 4)				(111511.4)
Common Stock 09/30/2						2007				A 13		138.21	1 A \$1		\$16	5.28	3,077.33			D	
Common Stock 10/01/2						2007						307.13	3	A	\$16.28		3,384.46			D	
		Та										sed of, onvertib					vned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	n Date,		Transaction Code (Instr.				6. Date E Expiratio (Month/D	n Dat		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		str. 3			9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	0 F D 0 (I	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A	A)		Date Exercisal		Expiration Date	Title	or	ount mber ires						

Explanation of Responses:

Remarks:

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

10/02/2007

Date

** Signature of Reporting Person

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

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.

 $^{^{\}star}$ 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).