

GTX INC /DE/  
Form 4  
March 13, 2008

**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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**HYDE JOSEPH R III**

(Last) (First) (Middle)

**3 N. DUNLAP STREET, 3RD FLOOR**

(Street)

**MEMPHIS, TN 38163**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**GTX INC /DE/ [GTXI]**

3. Date of Earliest Transaction (Month/Day/Year)  
**03/11/2008**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/11/2008		A		300	A	\$ 13.27	677,300	I	By Pittco Investments, L.P. (1)
Common Stock	03/11/2008		A		2,200	A	\$ 13.28	679,500	I	By Pittco Investments, L.P. (1)
Common Stock	03/11/2008		A		522	A	\$ 13.29	680,022	I	By Pittco Investments, L.P. (1)
Common Stock	03/11/2008		A		2,265	A	\$ 13.3	682,287	I	By Pittco Investments, L.P. (1)

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Common Stock	03/11/2008	A	100	A	\$ 13.305	682,387	I	L.P. <sup>(1)</sup> By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	1,900	A	\$ 13.31	684,287	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	2,400	A	\$ 13.32	686,687	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	10,500	A	\$ 13.33	697,187	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	10,000	A	\$ 13.34	707,187	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	388	A	\$ 13.35	707,575	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	100	A	\$ 13.36	707,675	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	400	A	\$ 13.37	708,075	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	200	A	\$ 13.38	708,275	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	400	A	\$ 13.39	708,675	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	181	A	\$ 13.4	708,856	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	169	A	\$ 13.41	709,025	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	100	A	\$ 13.415	709,125	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008	A	300	A	\$ 13.42	709,425	I	By Pittco Investments, L.P. <sup>(1)</sup>

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Common Stock	03/11/2008		A	1,370	A	\$ 13.43	710,795	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008		A	200	A	\$ 13.45	710,995	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008		A	597	A	\$ 13.46	711,592	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008		A	200	A	\$ 13.47	711,792	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008		A	500	A	\$ 13.49	712,292	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008		A	100	A	\$ 13.495	712,392	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008		A	1,797	A	\$ 13.5	714,189	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock	03/11/2008		A	1,527	A	\$ 13.75	715,716	I	By Pittco Investments, L.P. <sup>(1)</sup>
Common Stock							7,113,992.75	D	
Common Stock							216,462	I	By Spouse
Common Stock							411,153	I	By 2006-1 GRAT
Common Stock							981,924	I	By 2006-2 GRAT

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

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(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Nu
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Securities (Instr. 3 and 4)	(Instr. 5)	Bene- ficial Own- er Follo- wing Repo- sition Trans- action (Instr.	
			Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HYDE JOSEPH R III 3 N. DUNLAP STREET 3RD FLOOR MEMPHIS, TN 38163	X	X		

## Signatures

/s/ Henry P. Doggrell, by Power of Attorney 03/13/2008

\_\_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 purposes of Section 16 or any other purpose.

### Remarks:

This is the first of two Form 4 filings for Mr. Hyde.

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