

IntelGenx Technologies Corp.
Form 4
February 03, 2014

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 *
Zerbe Ingrid

2. Issuer Name and Ticker or Trading Symbol
IntelGenx Technologies Corp.
[IGXT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
714 MAIN ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/29/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Corporate Secretary

HUDSON, A8 J0P 1H0

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	(D)	Price
Common Stock (par value \$0.00001)	01/29/2014		S		200,000	D	\$ 0.9224 598,135
Common Stock (par value \$0.00001)	01/30/2014		S		9,000	D	\$ 0.93 589,135
Common Stock (par value \$0.00001)	01/31/2014		S		41,000	D	\$ 0.9327 548,135

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Common Stock (par value \$0.00001)	5,158,221.5 I	See footnote <u>(1)</u>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Zerbe Ingrid 714 MAIN ROAD HUDSON, A8 J0P 1H0	Corporate Secretary

Signatures

/s/ Ingrid Zerbe 02/03/2014
 **Signature of Date
 Reporting Person

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).
- (1) In connection with the acquisition of IntelGenx in 2006, Ingrid Zerbe became our Corporate Secretary and Director of Finance and Administration and acquired 4,709,643.5 exchangeable Shares of our Canadian holding corporation 6544631Canada Inc., a Canadian special purpose corporation which wholly owns IntelGenx Corp. (the "Exchangeable Shares"). In June of 2009 Ms. Zerbe acquired 1,021,713 Exchangeable Shares from Joel Cohen in a private transaction. The 5,731,356.5 Exchangeable Shares are exchangeable, on a

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one for one basis, into shares of common stock of IntelGenx Technologies Corp. at Ms. Zerbe's discretion. As of today 573,135 exchangeable shares have been exchanged into common stock of IntelGenx Technologies Corp. Prior to exchanging the remaining Exchangeable Shares, Ms. Zerbe has the right to vote 5,158,221.5 shares of common stock which are currently held in trust on behalf of Ms. Zerbe. The common shares have not been registered for resale at this time.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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