

CZIRR JAMES C

Form 4

April 01, 2019

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
10X Fund, L.P.

2. Issuer Name **and** Ticker or Trading  
Symbol

GALECTIN THERAPEUTICS INC  
[GALT]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

545 DUTCH VALLEY ROAD, N.E.,  
SUITE A

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

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

ATLANTA,, GA 30324

(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)
Common Stock	01/11/2019		C(2)	2,000,000	A \$ 3	4,719,955	D (3)
Common Stock	01/11/2019		C(2)	139,211	A \$ 2.6938	4,859,166	D (3)
Common Stock	01/11/2019		C(2)	753,138	A \$ 1.4938	5,612,304	D (3)
Common Stock	01/11/2019		C(2)	896,997	A \$ 1.1238	6,509,301	D (3)

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

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SEC 1474  
(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 (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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series B-1 Preferred Stock	\$ 3	01/11/2019		C <u>(2)</u>	900,000	<u>(1)</u>	<u>(1)</u>	Common Stock	600,000
Series B-2 Preferred Stock	\$ 3	01/11/2019		C <u>(2)</u>	450,000	<u>(1)</u>	<u>(1)</u>	Common Stock	300,000
Series B-2 Preferred Stock	\$ 3	01/11/2019		C <u>(2)</u>	250,000	<u>(1)</u>	<u>(1)</u>	Common Stock	166,667
Series B-2 Preferred Stock	\$ 3	01/11/2019		C <u>(2)</u>	150,000	<u>(1)</u>	<u>(1)</u>	Common Stock	100,000
Series B-2 Preferred Stock	\$ 3	01/11/2019		C <u>(2)</u>	162,500	<u>(1)</u>	<u>(1)</u>	Common Stock	108,333
Series B-2 Preferred Stock	\$ 3	01/11/2019		C <u>(2)</u>	155,000	<u>(1)</u>	<u>(1)</u>	Common Stock	103,333
Series B-2 Preferred Stock	\$ 3	01/11/2019		C <u>(2)</u>	162,500	<u>(1)</u>	<u>(1)</u>	Common Stock	108,333
Series B-2 Preferred	\$ 3	01/11/2019		C <u>(2)</u>	162,500	<u>(1)</u>	<u>(1)</u>	Common Stock	108,333

## Stock

## Series

B-2 Preferred Stock	\$ 3	01/11/2019	C <sup>(2)</sup>	167,500	<u>(1)</u>	<u>(1)</u>	Common Stock	111,667
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## Series

B-2 Preferred Stock	\$ 3	01/11/2019	C <sup>(2)</sup>	155,000	<u>(1)</u>	<u>(1)</u>	Common Stock	103,333
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## Series

B-2 Preferred Stock	\$ 3	01/11/2019	C <sup>(2)</sup>	285,000	<u>(1)</u>	<u>(1)</u>	Common Stock	190,000
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## Series

B-3 Preferred Stock	\$ 2.6938	01/11/2019	C <sup>(2)</sup>	375,000	<u>(1)</u>	<u>(1)</u>	Common Stock	139,211
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## Series

B-3 Preferred Stock	\$ 1.4938	01/11/2019	C <sup>(2)</sup>	1,125,000	<u>(1)</u>	<u>(1)</u>	Common Stock	753,138
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## Series

B-3 Preferred Stock	\$ 1.1238	01/11/2019	C <sup>(2)</sup>	1,008,000	<u>(1)</u>	<u>(1)</u>	Common Stock	896,997
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
10X Fund, L.P. 545 DUTCH VALLEY ROAD, N.E., SUITE A ATLANTA,, GA 30324		X		
10X Capital Management, LLC 545 DUTCH VALLEY ROAD, N.E., SUITE A ATLANTA,, GA 30324				General Partner
CZIRR JAMES C 545 DUTCH VALLEY ROAD, N.E., SUITE A ATLANTA,, GA 30324				Managing Member of GP

## Signatures

/s/ James C. Czirr, as Managing Member of the General Partner for 10X Fund, LP

04/01/2019

                    Signature of Reporting Person

Date

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/s/ James C. Czirr, as Managing Member of 10X Capital Management, LLC

04/01/2019

\_\_Signature of Reporting Person

Date

/s/ James C. Czirr, Individually

04/01/2019

\_\_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).

(1) Conversion of Series B-1, B-2 and B-3 Convertible Preferred Stock into Common Stock. The Series B-1, B-2 and B-3 Convertible Preferred Stock was convertible at any time at the option of the holder, and was perpetual.

(2) Exempt from Section 16(b) of the Securities Exchange Act pursuant to Rule 16a-6.

10X Fund, L.P. has direct beneficial ownership of all the securities owned by 10X Fund, L.P. 10X Capital Management, LLC, a Florida limited liability company, is the general partner of 10X Fund, L.P., a Delaware limited partnership, and may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P., but disclaims beneficial ownership of the

(3) reported securities except to the extent of its pecuniary interest therein. James C. Czirr is the manager of 10X Capital Management, LLC, and may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P. and 10X Capital Management, LLC., but disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

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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