

Onconova Therapeutics, Inc.

Form 3

July 24, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

Â Reddy E Premkumar

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

07/24/2013

3. Issuer Name and Ticker or Trading Symbol
Onconova Therapeutics, Inc. [ONTX]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)C/O ONCONOVA
THERAPEUTICS, INC., Â 375
PHEASANT RUN

(Street)

NEWTOWN, Â PA Â 18940

(City)

(State)

(Zip)

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities Beneficially Owned
(Instr. 4)3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock

1,187,625

D

Â

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

SEC 1473 (7-02)

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 control number.**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and Expiration Date
(Month/Day/Year)3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

4. Conversion or Exercise Price of Derivative

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series A Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	17,333	\$ (1)	D	Â
Series B Convertible Preferred Stock	Â (2)	Â (2)	Common Stock	23,187	\$ (2)	D	Â
Series C Convertible Preferred Stock	Â (3)	Â (3)	Common Stock	983	\$ (3)	D	Â
Series D Convertible Preferred Stock	Â (4)	Â (4)	Common Stock	22,093	\$ (4)	D	Â
Series E Convertible Preferred Stock	Â (5)	Â (5)	Common Stock	5,124	\$ (5)	D	Â
Series F Convertible Preferred Stock	Â (6)	Â (6)	Common Stock	10,000	\$ (6)	D	Â
Series G Convertible Preferred Stock	Â (7)	Â (7)	Common Stock	1,634	\$ (7)	D	Â
Series H Convertible Preferred Stock	Â (8)	Â (8)	Common Stock	1,022	\$ (8)	D	Â
Series I Convertible Preferred Stock	Â (9)	Â (9)	Common Stock	1,001	\$ (9)	D	Â
Stock Option (right to purchase)	01/01/2004	01/01/2014	Common Stock	32,036	\$ 1.33	D	Â
Stock Option (right to purchase)	01/01/2005	01/02/2015	Common Stock	27,084	\$ 1.33	D	Â
Stock Option (right to purchase)	03/17/2010	03/17/2020	Common Stock	18,754	\$ 5.76	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Reddy E Premkumar C/O ONCONOVA THERAPEUTICS, INC. 375 PHEASANT RUN NEWTOWN,Â PAÂ 18940	Â X	Â	Â	Â

Signatures

/s/ Ajay Bansal, as attorney
in fact 07/24/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.80-for-1 basis and has no expiration date.
- (2) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.85-for-1 basis and has no expiration date.
- (3) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.75-for-1 basis and has no expiration date.
- (4) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.75-for-1 basis and has no expiration date.
- (5) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.75-for-1 basis and has no expiration date.
- (6) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.77-for-1 basis and has no expiration date.
- (7) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.75-for-1 basis and has no expiration date.
- (8) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.75-for-1 basis and has no expiration date.
- (9) The convertible preferred stock is convertible at any time, at the holder's election, and is automatically convertible immediately prior to the consummation of the Issuer's initial public offering on a 0.75-for-1 basis and has no expiration date.

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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