

Onconova Therapeutics, Inc.
Form 3
July 24, 2013

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

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>MEHTA VIREN</p> <p>(Last) (First) (Middle)</p> <p>C/O ONCONOVA THERAPEUTICS, INC., 375 PHEASANT RUN</p> <p>(Street)</p> <p>NEWTOWN, PA 18940</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/24/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Onconova Therapeutics, Inc. [ONTX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	11,650	D	À

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

SEC 1473 (7-02)

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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 B Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	87,470 <u>(2)</u>	\$ <u>(1)</u>	D	Â
Series B Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	8,020	\$ <u>(1)</u>	I	By Viram Foundation <u>(3)</u>
Series B Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	5,488	\$ <u>(1)</u>	I	By Mehta Partners LLC <u>(4)</u>
Series B Convertible Preferred Stock	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	1,245	\$ <u>(1)</u>	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <u>(5)</u>
Series C Convertible Preferred Stock	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	1,030	\$ <u>(6)</u>	I	By Viram Foundation <u>(3)</u>
Series C Convertible Preferred Stock	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	2,270	\$ <u>(6)</u>	I	By Mehta Partners LLC <u>(4)</u>
Series C Convertible Preferred Stock	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	460	\$ <u>(6)</u>	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <u>(5)</u>
Series D Convertible Preferred Stock	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	1,007	\$ <u>(7)</u>	I	By Viram Foundation <u>(3)</u>
Series D Convertible Preferred Stock	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	2,296	\$ <u>(7)</u>	I	By Mehta Partners LLC <u>(4)</u>
Series D Convertible Preferred Stock	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	451	\$ <u>(7)</u>	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <u>(5)</u>
Series E Convertible Preferred Stock	Â <u>(8)</u>	Â <u>(8)</u>	Common Stock	10,246	\$ <u>(8)</u>	D	Â
Series I Convertible Preferred Stock	Â <u>(9)</u>	Â <u>(9)</u>	Common Stock	22,771 <u>(10)</u>	\$ <u>(9)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MEHTA VIREN C/O ONCONOVA THERAPEUTICS, INC. 375 PHEASANT RUN NEWTOWN, PA 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 0.85-for-1 basis and has no expiration date.
- (2) Includes 13,454 shares held jointly with spouse.
- (3) The reporting person is trustee of Viram Foundation.
- (4) The reporting person is managing member of Mehta Partners LLC.
- (5) The reporting Person is trustee of Mehta Partners LLC FBO Jean Kiss Marie IRA.
- (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 0.75-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.
- (10) Shares held jointly with spouse.

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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