TG THERAPEUTICS, INC.

Form 4 June 10, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * KENNEDY WILLIAM JAMES			2. Issuer Name and Ticker or Trading Symbol TG THERAPEUTICS, INC. [TGTX]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					V Dimester	100	0	
3 COLUMBUS CIRCLE, 15TH FLOOR			(Month/Day/Year) 06/06/2014					X Director Officer (give below)		Owner or (specify	
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
NEW YORK,						Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Table 1	I - Non-Der	ivative Sec	curities A	cqu	ired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	any		eemed tion Date, if th/Day/Year)	3. Transaction Code (Instr. 8)	Transaction(A) or Disposed of Code (D)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	rect Beneficial Ownership	
COMMON STOCK	06/06/2014			$\begin{array}{cc} \text{Code} & V \\ \\ A\underline{(1)} \end{array}$	Amount 11,538	(D) P	rice 0	(Instr. 3 and 4) 78,823	D		

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)

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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

KENNEDY WILLIAM JAMES
3 COLUMBUS CIRCLE, 15TH FLOOR
NEW YORK, NY 10019

Signatures

/s/ William J. 06/10/2014 Kennedy

**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) Reflects a grant of restricted shares that will vest on June 6, 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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