

LEE, HERNANDEZ, LANDRUM  
& GAROFALO  
7575 VEGAS DRIVE, SUITE 150  
LAS VEGAS, NV 89128  
(702) 880-9750

1                   **IN THE SUPREME COURT OF THE STATE OF NEVADA**

2                   MICHAEL KIRSCH; AND SIU YIP,

**Supreme Court No. 70854**

3                                   Appellants,

District Court  
B

Electronically Filed  
Case No. A-14-70854-  
Mar 14 2017 04:05 p.m.  
Elizabeth A. Brown  
Clerk of Supreme Court

4                                   v.

5  
6                   PETER G. TRABER; JAMES C.  
7                   CZIRR; JACK W. CALLICUTT;  
8                   GILBERT F. AMELIO; KEVIN D.  
9                   FREEMAN; ARTHUR R.  
10                  GREENBERG; ROD D. MARTIN;  
11                  JOHN F. MAULDIN; STEVEN  
12                  PRELACK; HERMAN PAUL  
13                  PRESSLER, III; DR. MARC RUBIN;  
14                  AND GALECTIN THERAPEUTICS,  
15                  INC., A NEVADA CORPORATION,

16                                   Respondents.

17                                   **APPENDIX TO APPELLANT'S OPENING BRIEF**  
18                                   **VOLUME III**

19                                   *Submitted by:*

20                                   DAVID S. LEE, ESQ.

Nevada Bar No. 6088

21                                   NATASHA A. LANDRUM, ESQ.

Nevada Bar No. 7414

22                                   DIRK W. GASPAR, ESQ.

Nevada Bar No. 10046

23                   LEE, HERNANDEZ, LANDRUM & GAROFALO, A.P.C.

24                   7575 Vegas Drive, Suite 150

Las Vegas, NV 89128

25                   Phone: (702) 880-9750

26                   Fax: (702) 314-1210

## APPELLANT'S APPENDIX

DOCUMENT DESCRIPTION	FILING DATE	BATES NUMBER	VOLUME NUMBER
Order re: Motion to Dismiss Shareholder Derivative Action	4/1/2016	APP000001 – APP000004	I
Notice of Entry of Order Denying Motion to Correct Order re: Motion to Dismiss Shareholder Derivative Action	6/16/2016	APP000005 - APP000010	I
Notice of Appeal	7/15/2016	APP000011 - APP000019	I
Verified Shareholder Derivative Complaint	8/29/2014	APP000020 - APP000045	I
Defendants' Motion to Stay the Case in Deference to Prior-Filed Parallel Derivative Litigation and Supporting Memorandum of Law	11/17/2014	APP000046 - APP000165	I
Court Minutes	12/19/2014	APP000166	I
Defendants' Motion for Reconsideration of Ruling Denying Defendants' Motion to Stay Case and Supporting Memorandum of Points and Authorities	1/8/2015	APP000167 - APP000189	I
Memorandum in Support of Plaintiff's Motion for Leave to file Plaintiff's Second Amended Shareholder Derivative Complaint	3/19/2015	APP000190 - APP000285	II
Plaintiff's Second Amended Shareholder Derivative Complaint	3/27/2015	APP000286 - APP000368	II
Individual Defendants' Motion to Dismiss the Second Amended Shareholder Derivative Complaint and Memorandum of Points and Authorities	4/22/2015	APP000369 - APP000559	III

<b>DOCUMENT DESCRIPTION</b>	<b>FILING DATE</b>	<b>BATES NUMBER</b>	<b>VOLUME NUMBER</b>
Nominal Defendant Galectin Therapeutics, Inc.'s Motion to Dismiss the Second Amended Shareholder Derivative Complaint and Memorandum of Points and Authorities	4/22/2015	APP000560 - APP000759	IV
Plaintiff's Combined Memorandum of Law in Opposition to the Nominal Defendant and Individual Defendants' Motions to Dismiss the Second Amended Shareholder Derivative Complaint	5/20/2015	APP000760 - APP000798	IV
David L. Hasbrouck and Siu Yip's Motion to Intervene	5/29/2015	APP000799 - APP000992	V
Individual Defendants' Reply Memorandum in Support of their Motion to Dismiss the Second Amended Shareholder Derivative Complaint	6/4/2015	APP000993 - APP000999	V
Nominal Defendant Galectin Therapeutic, Inc.'s Reply Memorandum in Support of its Motion to Dismiss the Second Amended Shareholder Derivative Complaint	6/4/2015	APP001000 - APP001043	V
Notice of Entry of Order Re: June 11, 2015 Motions to Dismiss and Motion to Join Additional Plaintiffs	8/10/2015	APP001044 - APP001049	VI
Individual Defendants' and 10X Fund, L.P.'s Motion to Dismiss Shareholder Derivative Action	1/19/2016	APP001050 - APP001054	VI
Nominal Defendant Galectin Therapeutic, Inc.'s Motion to Dismiss Shareholder Derivative Action	1/19/2016	APP001055 - APP001470	VI VII

DOCUMENT DESCRIPTION	FILING DATE	BATES NUMBER	VOLUME NUMBER
Court Minutes	3/3/2016	APP001471 - APP001472	VII
Transcript of Proceedings on November 3, 2015	11/3/2015	APP001473 – APP001549	VIII
Corrected Transcript of Proceedings on March 3, 2016	3/16/2016	APP001550 – APP001560	VIII

DATED this 14<sup>th</sup> day of March, 2017.

LEE, HERNÁNDEZ, LANDRUM &  
GAROFALO, A.P.C.

By: 

DAVID S. LEE, ESQ.

Nevada Bar No. 6088

NATASHA A. LANDRUM, ESQ.

Nevada Bar No. 7414

DIRK W. GASPAR, ESQ.

Nevada Bar No. 10046

7575 Vegas Drive, Suite 150

Las Vegas, NV 89128

EDWARD W. MILLER, ESQ.

(admitted *pro hac vice*)

JOSHUA M. LIFSHITZ, ESQ.

LIFSHITZ AND MILLER

821 Franklin Avenue, Suite 209

Garden City, New York

Attorneys for Appellant

**FORM 4**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
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hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
10X Fund, L.P.			GALECTIN THERAPEUTICS INC [ GALT ]		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			
1099 FOREST LAKE TERRACE			1/10/2014			
(Street)						
NICEVILLE, FL 32578			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)					<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	1/10/2014		S	42000 (1)	D \$16.0028 (2)	9415422 (3)	D
Common Stock	1/13/2014		S	58000 (1)	D \$14.0035 (4)	9357422 (3)	D

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares					

**Explanation of Responses:**

- (1) The Issuer is aware of potential short-swing liability issues related to the transaction reported herein and a transaction reported by the Issuer's Executive Chairman that occurred on November 15, 2013. The issuer is taking steps to collect any short-swing profit created by such transactions.
- (2) Reflects weighted average price. Range of prices were between \$15.68 and \$16.35. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (3) 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. 10X Capital Management, LLC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.
- (4) Reflects weighted average price. Range of prices were between \$13.65 and \$14.23. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

**Reporting Owners**

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Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
10X Fund, L.P. 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		
10X Capital Management, LLC 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		

**Signatures**

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

1/14/2014

\*\* Signature of Reporting Person

Date

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

1/14/2014

\*\* Signature of Reporting Person

Date

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

\* 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).

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

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.

**EXHIBIT K**

**EXHIBIT K**

# GALECTIN THERAPEUTICS INC

Reported by  
**10X CAPITAL MANAGEMENT, LLC**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/09/13 for the Period Ending 10/07/13

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31



**FORM 4**

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
10X Fund, L.P.			GALECTIN THERAPEUTICS INC [ GALT ]		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			
1099 FOREST LAKE TERRACE			10/7/2013			
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NICEVILLE, FL 32578					<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	10/7/2013		S	100000	D \$11.7916 (1)	8969422	D
Common Stock	10/8/2013		S	12000	D \$12.3558 (2)	8957422 (3)	D

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares				

**Explanation of Responses:**

- (1) Reflects weighted average price. Range of prices were between \$11.5335 and \$12.136. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (2) Reflects weighted average price. Range of prices were between \$12.00 and \$12.51. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (3) 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. 10X Capital Management, LLC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
10X Fund, L.P. 1099 FOREST LAKE TERRACE		X		

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NICEVILLE, FL 32578				
10X Capital Management, LLC				
1099 FOREST LAKE TERRACE		X		
NICEVILLE, FL 32578				

**Signatures**

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

10/9/2013

\*\* Signature of Reporting Person

Date

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

10/9/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

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# EXHIBIT L

# EXHIBIT L

APP000523

# GALECTIN THERAPEUTICS INC

Reported by  
**CZIRR JAMES C**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/09/13 for the Period Ending 10/07/13

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

**FORM 4**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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OMB Number: 3235-0287  
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hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
CZIRR JAMES C			GALECTIN THERAPEUTICS INC [ GALT ]		<input checked="" type="checkbox"/> X Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> X Officer (give title below) <span style="float:right">Other (specify below)</span> <b>Executive Chairman</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			
C/O GALECTIN THERAPUETICS, INC., 7 WELLS AVENUE, SUITE 34			10/7/2013			
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NEWTON, MA 02459					<input checked="" type="checkbox"/> X Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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					843450	D	
Common Stock	10/7/2013		S	100000	D \$11.7916 (1)	I	By 10X Fund, L.P.
Common Stock	10/8/2013		S	12000	D \$12.3558 (2)	I	By 10X Fund, L.P. (3)
Common Stock					179232	I	By Trust

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V	(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares				

**Explanation of Responses:**

- (1) Reflects weighted average price. Range of prices were between \$11.5335 and \$12.136. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (2) Reflects weighted average price. Range of prices were between \$12.00 and \$12.51. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (3) Reporting Person is a managing member of 10X Capital Management, LLC, a Florida limited liability company acting as the general partner of 10X Fund, L.P., a Delaware limited partnership, and as such, may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P. Mr. Czirr disclaims beneficial ownership of the reported securities except to

APP000525

the extent of his pecuniary interest therein.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CZIRR JAMES C C/O GALECTIN THERAPUETICS, INC. 7 WELLS AVENUE, SUITE 34 NEWTON, MA 02459	X		Executive Chairman	

**Signatures**

/s/ James C. Czirr

10/9/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

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**EXHIBIT M**

**EXHIBIT M**

APP000527

# GALECTIN THERAPEUTICS INC

Reported by  
**MARTIN ROD D**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/09/13 for the Period Ending 10/07/13

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31



**FORM 4**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Martin Rod D			GALECTIN THERAPEUTICS INC [ GALT ]			<input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span> _____ Officer (give title below) <span style="float:right">_____ Other (specify below)</span>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)					
C/O GALECTIN THERAPEUTICS, INC., 4960 PEACHTREE INDUSTRIAL BLVD, STE 240			10/7/2013					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)		
NEWTON, MA 02459						<input checked="" type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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					91488	D	
Common Stock	10/7/2013		S	100000	D \$11.7916 <sup>(1)</sup>	I	By 10X Fund, L.P.
Common Stock	10/8/2013		S	12000	D \$12.3558 <sup>(2)</sup>	I	By 10X Fund, L.P.

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

**Explanation of Responses:**

- (1) Reflects weighted average price. Range of prices were between \$11.5335 and \$12.136. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (2) Reflects weighted average price. Range of prices were between \$12.00 and \$12.51. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (3) Reporting Person is a managing member of 10X Capital Management, LLC, a Florida limited liability company acting as the general partner of 10X Fund, L.P., a Delaware limited partnership, and as such, may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P. Mr. Martin disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Martin Rod D C/O GALECTIN THERAPEUTICS, INC. 4960 PEACHTREE INDUSTRIAL BLVD, STE 240 NEWTON, MA 02459	X			

**Signatures**/s/ Rod D. Martin10/9/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

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

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.

**EXHIBIT N**

**EXHIBIT N**

APP000531

# GALECTIN THERAPEUTICS INC

Reported by  
**CZIRR JAMES C**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/14/14 for the Period Ending 01/10/14

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

**FORM 4**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
CZIRR JAMES C			GALECTIN THERAPEUTICS INC [ GALT ]		<input checked="" type="checkbox"/> Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">Other (specify below)</span> <b>Executive Chairman</b>	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			
C/O GALECTIN THERAPUETICS, INC., 4960 PEACHTREE INDUSTRIAL BLVD. STE. 240			1/10/2014			
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NORCROSS, GA 30071					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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				Code V Amount (A) or (D) Price	844450	D	
Common Stock	1/10/2014		S	42000 (1) D \$16.0028 (2)	9415422 (3)	I	By 10X Fund, L.P.
Common Stock	1/13/2014		S	58000 (1) D \$14.0035 (4)	9357422 (3)	I	By 10X Fund, L.P.
Common Stock					179232	I	By Trust

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares				

**Explanation of Responses:**

- (1) The Issuer is aware of potential short-swing liability issues related to the transaction reported herein and a transaction reported by the Issuer's Executive Chairman that occurred on November 15, 2013. The issuer is taking steps to collect any short-swing profit created by such transactions.
- (2) Reflects weighted average price. Range of prices were between \$15.68 and \$16.35. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (3) Reporting Person is a managing member of 10X Capital Management, LLC, a Florida limited liability company acting as the general partner of 10X Fund, L.P., a Delaware limited partnership, and as such, may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P. Mr. Czirr disclaims beneficial ownership of the reported securities except to the extent of his after fund payout pecuniary interest therein.

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- (4) Reflects weighted average price. Range of prices were between \$13.65 and \$14.23. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CZIRR JAMES C C/O GALECTIN THERAPUETICS, INC. 4960 PEACHTREE INDUSTRIAL BLVD. STE. 240 NORCROSS, GA 30071	X		Executive Chairman	

#### Signatures

/s/ James C. Czirr

1/14/2014

\*\* Signature of Reporting Person

Date

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

\* 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).

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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**EXHIBIT O**

**EXHIBIT O**

APP000535

# GALECTIN THERAPEUTICS INC

Reported by  
**MARTIN ROD D**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/14/14 for the Period Ending 01/10/14

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31



**FORM 4**

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Martin Rod D			GALECTIN THERAPEUTICS INC [ GALT ]		<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)					
C/O GALECTIN THERAPEUTICS, INC., 4960 PEACHTREE INDUSTRIAL BLVD, STE 240			1/10/2014					
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)			
NORCROSS, GA 30071					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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				Code V Amount (A) or (D) Price	91488	D	
Common Stock	1/10/2014		S	42000 (1) D \$16.0028 (2)	9415422 (3)	I	By 10X Fund, L.P.
Common Stock	1/13/2014		S	58000 (1) D \$14.0035 (4)	9357422 (3)	I	By 10X Fund, L.P.

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares				

**Explanation of Responses:**

- (1) The Issuer is aware of potential short-swing liability issues related to the transaction reported herein and a transaction reported by the Issuer's Executive Chairman that occurred on November 15, 2013. The issuer will take steps to collect any short-swing profit created by such transactions.
- (2) Reflects weighted average price. Range of prices were between \$15.68 and \$16.35. The reporting person will provide upon request by the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.
- (3) Reporting Person is a managing member of 10X Capital Management, LLC, a Florida limited liability company acting as the general partner of 10X Fund, L.P., a Delaware limited partnership, and as such, may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P. Mr. Martin disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (4) Reflects weighted average price. Range of prices were between \$13.65 and \$14.23. The reporting person will provide upon request by

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the Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Martin Rod D C/O GALECTIN THERAPEUTICS, INC. 4960 PEACHTREE INDUSTRIAL BLVD, STE 240 NORCROSS, GA 30071	X			

#### Signatures

/s/ Rod D. Martin

1/14/2014

\*\* Signature of Reporting Person

Date

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

\* 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).

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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**EXHIBIT P**

**EXHIBIT P**

APP000539

# GALECTIN THERAPEUTICS INC

Reported by  
**CZIRR JAMES C**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/18/13 for the Period Ending 11/15/13

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

**FORM 4**

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
CZIRR JAMES C		GALECTIN THERAPEUTICS INC [ GALT ]		<input checked="" type="checkbox"/> X Director <span style="float:right">10% Owner</span> <input checked="" type="checkbox"/> X Officer (give title below) <span style="float:right">Other (specify below)</span> <b>Executive Chairman</b>	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
C/O GALECTIN THERAPUETICS, INC., 4960 PEACHTREE INDUSTRIAL BLVD. STE. 240		11/15/2013			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NORCROSS, GA 30071				<input checked="" type="checkbox"/> X Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	11/15/2013		P	1000	A \$6.897	844450	D
Common Stock						9457422 <sup>(1)</sup>	I By 10X Fund, L.P.
Common Stock						179232	I By Trust

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares				

**Explanation of Responses:**

(1) Reporting Person is a managing member of 10X Capital Management, LLC, a Florida limited liability company acting as the general partner of 10X Fund, L.P., a Delaware limited partnership, and as such, may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P. Mr. Czirr disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CZIRR JAMES C C/O GALECTIN THERAPUETICS, INC. 4960 PEACHTREE INDUSTRIAL BLVD. STE. 240 NORCROSS, GA 30071	X		Executive Chairman	

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Signatures

/s/ James C. Czirr

11/18/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

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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**EXHIBIT Q**

**EXHIBIT Q**

APP000543

# GALECTIN THERAPEUTICS INC

Reported by  
**10X CAPITAL MANAGEMENT, LLC**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/18/13 for the Period Ending 10/16/13

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31



**FORM 4**

[ ] Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE  
COMMISSION**

**Washington, D.C. 20549**

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
10X Fund, L.P.			GALECTIN THERAPEUTICS INC [ GALT ]		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			
1099 FOREST LAKE TERRACE			10/16/2013			
(Street)						
NICEVILLE, FL 32578			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)					<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	10/16/2013		M	300000 A \$3.00	9257422 (1)	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A-2 Warrants (right to buy)	\$3.00	10/16/2013		M	300000	2/12/2009 2/12/2014	Common Stock	\$0	0	D	

**Explanation of Responses:**

- (1) 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. 10X Capital Management, LLC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
10X Fund, L.P. 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		
10X Capital Management, LLC 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		

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Signatures

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

10/17/2013

\*\* Signature of Reporting Person

Date

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

10/17/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

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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**EXHIBIT R**

**EXHIBIT R**

APP000547

# GALECTIN THERAPEUTICS INC

Reported by  
**10X CAPITAL MANAGEMENT, LLC**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/05/13 for the Period Ending 11/01/13

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

**FORM 4**

[ ] Check this box if no longer subject to Section 16.  
Form 4 or Form 5 obligations may continue.  
See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
10X Fund, L.P.			GALECTIN THERAPEUTICS INC [ GALT ]		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			
1099 FOREST LAKE TERRACE			11/1/2013			
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NICEVILLE, FL 32578					<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	(A) or (D)	Price			
Common Stock	11/1/2013		M		150000	A	\$3.00	9407422 (1)	D	
Common Stock	11/1/2013		M		50000	A	\$3.00	9457422 (1)	D	

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
							Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A-2 Warrants (right to buy)	\$3.00	11/1/2013		M		150000	5/13/2009	5/13/2019	Common Stock	150000	\$0 (2)	0	D	
Class A-2 Warrants (right to buy)	\$3.00	11/1/2013		M		50000	6/30/2009	6/30/2019	Common Stock	50000	\$0 (3)	33333	D	

**Explanation of Responses:**

- (1) 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. 10X Capital Management, LLC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.
- (2) On May 13, 2009, 10X Fund, L.P. purchased (a) 450,000 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 150,000 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 150,000 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 600,000 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$900,000.
- (3) On June 30, 2009, 10X Fund, L.P. purchased (a) 250,000 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 833,333 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 83,333 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 333,333 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$500,000.

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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
10X Fund, L.P. 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		
10X Capital Management, LLC 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		

**Signatures**

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

11/5/2013

\*\* Signature of Reporting Person

Date

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

11/5/2013

\*\* Signature of Reporting Person

Date

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

\* 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).

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

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.

# EXHIBIT S

# EXHIBIT S

APP000551

# GALECTIN THERAPEUTICS INC

Reported by  
**10X CAPITAL MANAGEMENT, LLC**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 01/29/14 for the Period Ending 01/27/14

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31



**FORM 4**

[ ] Check this box if no longer subject to Section 16.  
Form 4 or Form 5 obligations may continue.  
See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
10X Fund, L.P.			GALECTIN THERAPEUTICS INC [ GALT ]		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)			
1099 FOREST LAKE TERRACE			1/27/2014			
(Street)						
NICEVILLE, FL 32578			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)					<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	(A) or (D)	Price			
Common Stock	1/27/2014		M		33333	A	\$3.00	2309519 (1) (2)	D	
Common Stock	1/27/2014		M		50000	A	\$3.00	2359519 (1) (2)	D	
Common Stock	1/27/2014		M		54166	A	\$3.00	2413685 (1) (2)	D	
Common Stock	1/27/2014		M		51666	A	\$3.00	2465351 (1) (2)	D	
Common Stock	1/27/2014		M		54167	A	\$3.00	2519518 (1) (2)	D	
Common Stock	1/27/2014		M		54167	A	\$3.00	2573685 (1) (2)	D	
Common Stock	1/27/2017		M		55834	A	\$3.00	2629519 (1) (2)	D	
Common Stock	1/27/2014		M		51667	A	\$3.00	2681186 (1) (2)	D	
Common Stock	1/27/2014		M		95000	A	\$3.00	2776186 (1) (2)	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		33333	6/30/2009	6/30/2019	Common Stock	33333	\$0 (3)	0	D	
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		50000	8/12/2009	8/12/2019	Common Stock	50000	\$0 (4)	0	D	
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		54166	9/30/2009	9/30/2019	Common Stock	54166	\$0 (5)	0	D	
Class A-2 Warrant		1/27/2014						11/3/2019	Common					

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**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
(right to buy)	\$3.00			M		11/3/2009		Stock	51666	\$0 <sup>(6)</sup>	0	D	
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		12/8/2009	12/8/2019	Common Stock	54167	\$0 <sup>(7)</sup>	0	D	
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		1/29/2010	1/29/2020	Common Stock	54167	\$0 <sup>(8)</sup>	0	D	
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		3/8/2010	3/8/2020	Common Stock	55834	\$0 <sup>(9)</sup>	0	D	
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		4/30/2010	4/30/2020	Common Stock	51667	\$0 <sup>(10)</sup>	0	D	
Class A-2 Warrant (right to buy)	\$3.00	1/27/2014		M		5/10/2010	5/10/2020	Common Stock	95000	\$0 <sup>(11)</sup>	0	D	

**Explanation of Responses:**

- (1) Amount reflects the Issuer's March 23, 2012 one-for-six reverse stock split. This filing amends all previous filings since the reverse stock split to reflect post-split beneficial holdings.
- (2) 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. 10X Capital Management, LLC disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.
- (3) On June 30, 2009, 10X Fund, L.P. purchased (a) 250,000 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 83,333 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 83,333 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 333,333 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$500,000.
- (4) On August 12, 2009, 10X Fund, L.P. purchased (a) 150,000 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 50,000 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 50,000 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 200,000 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$300,000.
- (5) On September 30, 2009, 10X Fund, L.P. purchased (a) 162,500 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 54,166 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 54,166 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 216,666 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$325,000.
- (6) On November 3, 2009, 10X Fund, L.P. purchased (a) 155,000 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 51,666 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 51,666 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 206,667 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$310,000.
- (7) On December 8, 2009, 10X Fund, L.P. purchased (a) 162,500 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 54,167 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 54,167 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 216,667 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$325,000.
- (8) On January 29, 2010, 10X Fund, L.P. purchased (a) 162,500 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 54,167 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 54,167 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 216,667 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$325,000.
- (9) On March 8, 2010, 10X Fund, L.P. purchased (a) 167,500 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 55,834 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 55,834 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 223,333 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$335,000.
- (10) On April 30, 2010, 10X Fund, L.P. purchased (a) 155,000 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase 51,667 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 51,667 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 206,667 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$310,000.
- (11) On May 10, 2010, 10X Fund, L.P. purchased (a) 285,000 shares of Series B-2 Preferred Stock, (b) one Class A-1 Warrant to purchase

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95,000 shares of Common Stock for \$3.00 per share, (c) one Class A-2 Warrant to purchase 95,000 shares of Common Stock for \$3.00 per share, and (d) one Class B Warrant to purchase 380,000 shares of Common Stock for \$3.00 per share, for aggregate consideration of \$570,000.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
10X Fund, L.P. 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		
10X Capital Management, LLC 1099 FOREST LAKE TERRACE NICEVILLE, FL 32578		X		

#### Signatures

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

\*\* Signature of Reporting Person

1/29/2014

Date

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

\*\* Signature of Reporting Person

1/29/2014

Date

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

\* 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).

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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**EXHIBIT T**

**EXHIBIT T**

APP000556

# GALECTIN THERAPEUTICS INC

Reported by  
**PRELACK STEVEN**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/04/14 for the Period Ending 01/31/14

Address	4960 PEACHTREE INDUSTRIAL BOULEVARD NORCROSS, GA 30071
Telephone	678-620-3186
CIK	0001133416
Symbol	GALT
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

**FORM 4**

[ ] Check this box if no longer subject to Section 16.  
Form 4 or Form 5 obligations may continue.  
See Instruction 1(b).

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

OMB APPROVAL  
OMB Number: 3235-0287  
Estimated average burden  
hours per response... 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP  
OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Prelack Steven			GALECTIN THERAPEUTICS INC [ GALT ]		<input checked="" type="checkbox"/> X Director <span style="float:right">_____ 10% Owner</span> _____ Officer (give title below) <span style="float:right">_____ Other (specify below)</span>	
(Last) (First) (Middle)			3. Date of Earliest Transaction (MM/DD/YYYY)			
C/O GALECTIN THERAPEUTICS INC., 4960 PEACHTREE INDUSTRIAL BLVD, STE 240			1/31/2014			
(Street)			4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NORCROSS, GA 30071					<input checked="" type="checkbox"/> X 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	(A) or (D)	Price			
Common Stock	1/31/2014		M		667	A	\$72	3603	D	
Common Stock	1/31/2014		M		83334	A	\$1.20	86937	D	
Common Stock	1/31/2014		M		9260	A	\$6.48	96197	D	
Common Stock	1/31/2014		M		8475	A	\$7.08	104672	D	
Common Stock	1/31/2014		M		6269	A	\$3.59	110941	D	
Common Stock	1/31/2014		F		17722 (9)	D	\$13.71	93219	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
								Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$ .72 (1)	1/31/2014		M	V	(A)	(D)	2/8/2009	2/8/2014	Common Stock	667	\$0	0	D	
Stock Option (right to buy)	\$1.20 (3)	1/31/2014		M			83334 (1)	(2)	2/25/2014	Common Stock	83334	\$0	0	D	
Stock Option (right to buy)	\$6.48 (4)	1/31/2014		M			9260 (4)	(5)	3/24/2016	Common Stock	9260	\$0	0	D	
Stock Option (right to buy)	\$7.08 (6)	1/31/2014		M			8475 (6)	(7)	6/28/2021	Common Stock	8475	\$0	0	D	
Stock Option (right to buy)	\$3.59	1/31/2014		M			6269	(8)	3/28/2023	Common Stock	6269	\$0	10445	D	

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**Explanation of Responses:**

- (1) This option was previously reported as covering 4,000 shares at an exercise price of \$0.12 per share, but was adjusted to reflect the 1-for-6 reverse stock split that occurred in March 2012.
- (2) Stock Option grant, vested as follows: (i) 50% on February 25, 2010; (ii) 25% on May 25, 2010; (iii) 12.5% on August 25, 2010; (iv) 6.25% on November 25, 2010; and (v) 6.25% on February 25, 2011.
- (3) This option was previously reported as covering 500,000 shares at an exercise price of \$0.2 per share, but was adjusted to reflect the 1-for-6 reverse stock split that occurred in March 2012.
- (4) This option was previously reported as covering 55,556 shares at an exercise price of \$1.08 per share, but was adjusted to reflect the 1-for-6 reverse stock split that occurred in March 2012.
- (5) The option vests in eight equal installments beginning May 12, 2011.
- (6) This option was previously reported as covering 50,848 shares at an exercise price of \$1.18 per share, but was adjusted to reflect the 1-for-6 reverse stock split that occurred in March 2012.
- (7) The option vests as to one-eighth of the shares on June 28, 2011 and thereafter quarterly in seven equal installments beginning August 12, 2011.
- (8) The option vests quarterly in eight equal installments beginning on May 12, 2013.
- (9) Represents shares forfeited in satisfaction of exercise price of vested options.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Prelack Steven C/O GALECTIN THERAPEUTICS INC. 4960 PEACHTREE INDUSTRIAL BLVD, STE 240 NORCROSS, GA 30071	X			

**Signatures**/s/ Steven Prelack2/3/2014

\*\* Signature of Reporting Person

Date

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

\* 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).

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