

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

<p>1. Name and Address of Reporting Person*</p> <p><b>MEHTA VIREN</b></p> <hr/> <p>(Last) (First) (Middle)</p> <p><b>C/O ONCONOVA THERAPEUTICS, INC.</b></p> <p><b>375 PHEASANT RUN</b></p> <hr/> <p>(Street)</p> <p><b>NEWTOWN PA 18940</b></p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><b>Onconova Therapeutics, Inc. [ ONTX ]</b></p> <hr/> <p>3. Date of Earliest Transaction (Month/Day/Year)</p> <p><b>07/30/2013</b></p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p>Officer (give title below) Other (specify below)</p> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
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**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/30/2013		C		73,839 <sup>(2)</sup>	A	(1)	85,479 <sup>(2)</sup>	D	
Common Stock	07/30/2013		C		7,686	A	(8)	93,165 <sup>(2)</sup>	D	
Common Stock	07/30/2013		C		17,082 <sup>(10)</sup>	A	(9)	110,247 <sup>(2)(10)</sup>	D	
Common Stock	07/30/2013		P		16,667	A	\$15	126,914 <sup>(2)(10)</sup>	D	
Common Stock	07/30/2013		C		6,768	A	(1)	6,768	I	By Viram Foundation <sup>(3)</sup>
Common Stock	07/30/2013		C		772	A	(6)	7,540	I	By Viram Foundation <sup>(3)</sup>
Common Stock	07/30/2013		C		755	A	(7)	8,295	I	By Viram Foundation <sup>(3)</sup>
Common Stock	07/30/2013		C		4,632	A	(1)	4,632	I	By Mehta Partners LLC <sup>(4)</sup>
Common Stock	07/30/2013		C		1,702	A	(6)	6,334	I	By Mehta Partners LLC <sup>(4)</sup>
Common Stock	07/30/2013		C		1,722	A	(7)	8,056	I	By Mehta Partners LLC <sup>(4)</sup>
Common Stock	07/30/2013		C		1,050	A	(1)	1,050	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <sup>(5)</sup>
Common Stock	07/30/2013		C		345	A	(6)	1,395	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <sup>(5)</sup>
Common Stock	07/30/2013		C		338	A	(7)	1,733	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <sup>(5)</sup>

**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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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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 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: 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				
Series B Convertible Preferred Stock	(1)	07/30/2013		C	87,470 <sup>(11)</sup>	(1)	(1)	Common Stock	73,839 <sup>(2)</sup>	\$0	0	D	
Series E Convertible Preferred Stock	(8)	07/30/2013		C	10,246	(8)	(8)	Common Stock	7,686	\$0	0	D	
Series I Convertible Preferred Stock	(9)	07/30/2013		C	22,771 <sup>(12)</sup>	(9)	(9)	Common Stock	17,082 <sup>(12)</sup>	\$0	0	D	
Series B Convertible Preferred Stock	(1)	07/30/2013		C	8,020	(1)	(1)	Common Stock	6,768	\$0	0	I	By Viram Foundation <sup>(3)</sup>
Series C Convertible Preferred Stock	(6)	07/30/2013		C	1,030	(6)	(6)	Common Stock	772	\$0	0	I	By Viram Foundation <sup>(3)</sup>
Series D Convertible Preferred Stock	(7)	07/30/2013		C	1,007	(7)	(7)	Common Stock	755	\$0	0	I	By Viram Foundation <sup>(3)</sup>
Series B Convertible Preferred Stock	(1)	07/30/2013		C	5,488	(1)	(1)	Common Stock	4,632	\$0	0	I	By Mehta Partners LLC <sup>(4)</sup>
Series C Convertible Preferred Stock	(6)	07/30/2013		C	2,270	(6)	(6)	Common Stock	1,702	\$0	0	I	By Mehta Partners LLC <sup>(4)</sup>
Series D Convertible Preferred Stock	(7)	07/30/2013		C	2,296	(7)	(7)	Common Stock	1,722	\$0	0	I	By Mehta Partners LLC <sup>(4)</sup>
Series B Convertible Preferred Stock	(1)	07/30/2013		C	1,245	(1)	(1)	Common Stock	1,050	\$0	0	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <sup>(5)</sup>
Series C Convertible Preferred Stock	(6)	07/30/2013		C	460	(6)	(6)	Common Stock	345	\$0	0	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <sup>(5)</sup>
Series D Convertible Preferred Stock	(7)	07/30/2013		C	451	(7)	(7)	Common Stock	338	\$0	0	I	By Mehta Partners LLC FBO Jean Kiss Marie IRA <sup>(5)</sup>

**Explanation of Responses:**

- The Series B Convertible Preferred Stock converted into Common Stock on a 0.85-for-1 basis and had no expiration date.
- Includes 11,356 shares held jointly with spouse.
- The reporting person is a trustee of the Viram Foundation
- The reporting person is managing member of Mehta Partners LLC
- The reporting person is trustee of Mehta Partners LLC FBO Jean Kiss Marie IRA.
- The Series C Convertible Preferred Stock converted into Common Stock on a 0.75-for-1 basis and had no expiration date.
- The Series D Convertible Preferred Stock converted into Common Stock on a 0.75-for-1 basis and had no expiration date.
- The Series E Convertible Preferred Stock converted into Common Stock on a 0.75-for-1 basis and had no expiration date.
- The Series I Convertible Preferred Stock converted into Common Stock on a 0.75-for-1 basis and had no expiration date.
- Includes 17,082 shares held jointly with spouse.
- Includes 13,454 shares held jointly with spouse.
- Shares held jointly with spouse.

/s/ Ajay Bansal, as attorney in fact

07/30/2013

\*\* 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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