

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Kumar Ramesh</u>			2. Issuer Name and Ticker or Trading Symbol <u>Onconova Therapeutics, Inc. [ ONTX ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>President and CEO</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>07/30/2013</u>					
C/O ONCONOVA THERAPEUTICS, INC. 375 PHEASANT RUN			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Street)								
NEWTOWN	PA	18940						
(City)	(State)	(Zip)						

**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		3,748	A	(1)	246,696	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		17,424	A	(2)	264,120	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		737	A	(3)	264,857	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		1,657	A	(4)	266,514	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		811	A	(5)	267,325	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		385	A	(6)	267,710	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		573	A	(7)	268,283	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		375	A	(8)	268,658	D <sup>(10)</sup>	
Common Stock	07/30/2013		C		75	A	(9)	268,733	D <sup>(10)</sup>	
Common Stock	07/30/2013		P		6,667	A	\$15	275,400	D <sup>(10)</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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Convertible Preferred Stock	(1)	07/30/2013		C			4,667	(1)	(1)	Common Stock	3,748	\$0	0	D	
Series B Convertible Preferred Stock	(2)	07/30/2013		C			20,645	(2)	(2)	Common Stock	17,424	\$0	0	D	
Series C Convertible Preferred Stock	(3)	07/30/2013		C			983	(3)	(3)	Common Stock	737	\$0	0	D	
Series D Convertible Preferred Stock	(4)	07/30/2013		C			2,209	(4)	(4)	Common Stock	1,657	\$0	0	D	
Series E Convertible Preferred Stock	(5)	07/30/2013		C			1,084	(5)	(5)	Common Stock	811	\$0	0	D	

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series F Convertible Preferred Stock	(6)	07/30/2013		C			500	(6)	(6)	Common Stock	385	\$0	0	D	
Series G Convertible Preferred Stock	(7)	07/30/2013		C			765	(7)	(7)	Common Stock	573	\$0	0	D	
Series H Convertible Preferred Stock	(8)	07/30/2013		C			500	(8)	(8)	Common Stock	375	\$0	0	D	
Series I Convertible Preferred Stock	(9)	07/30/2013		C			100	(9)	(9)	Common Stock	75	\$0	0	D	

**Explanation of Responses:**

- The Series A Convertible Preferred Stock converted into Common Stock on a 0.80-for-1 basis and had no expiration date.
- The Series B Convertible Preferred Stock converted into Common Stock on a 0.85-for-1 basis and had no expiration date.
- 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 F Convertible Preferred Stock converted into Common Stock on a 0.77-for-1 basis and had no expiration date.
- The Series G Convertible Preferred Stock converted into Common Stock on a 0.75-for-1 basis and had no expiration date.
- The Series H 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.
- 150,037 shares are held indirectly by the Ramesh Kumar 2012 Trust, of which the reporting person is a trustee.

/s/ Ramesh Kumar

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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