

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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).

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* <u>10X Fund, L.P.</u>  (Last) (First) (Middle) <u>1230 PEACHTREE STREET, N.E., SUITE 2445</u>  (Street) <u>ATLANTA, GA 30309</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GALECTIN THERAPEUTICS INC [ GALT ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/30/2016</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	06/30/2016		J <sup>(1)</sup>		80,212	A	\$1.47	3,340,909	D <sup>(3)</sup>	
Common Stock	09/30/2016		J <sup>(1)</sup>		84,589	A	\$1.13	3,425,498	D <sup>(3)</sup>	
Common Stock	10/13/2016		J <sup>(2)</sup>		229,383	D	\$0.86	3,196,115	D <sup>(3)</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 B-3 Convertible Preferred Stock	\$2.6937	09/22/2016		P		375,000		(4)	(4)	Common Stock	139,211	\$1 <sup>(5)</sup>	375,000	D <sup>(3)</sup>	
Series B-3 Warrant	\$3 <sup>(6)</sup>	09/22/2016		P		1		03/22/2017	09/22/2023	Common Stock	104,408	\$0 <sup>(5)</sup>	1	D <sup>(3)</sup>	
Lock-Up Warrant	\$3 <sup>(6)</sup>	09/22/2016		P		1		03/22/2017	09/22/2023	Common Stock	62,500	\$0 <sup>(5)</sup>	1	D <sup>(3)</sup>	
Lock-Up Warrant	\$3 <sup>(6)</sup>	09/22/2016		P		2		03/22/2017	09/22/2023	Common Stock	531,250	\$0 <sup>(7)</sup>	3	D <sup>(3)</sup>	
Series B-3 Convertible Preferred Stock	\$1.4937	09/29/2016		P		1,125,000		(4)	(4)	Common Stock	753,138	\$1 <sup>(8)</sup>	1,500,000	D <sup>(3)</sup>	
Series B-3 Warrant	\$3 <sup>(6)</sup>	09/29/2016		P		1		03/29/2017	09/29/2023	Common Stock	564,854	\$0 <sup>(8)</sup>	2	D <sup>(3)</sup>	
Lock-Up Warrant	\$3 <sup>(6)</sup>	09/29/2016		P		1		03/29/2017	09/29/2023	Common Stock	187,500	\$0 <sup>(8)</sup>	4	D <sup>(3)</sup>	
Lock-Up Warrant	\$3 <sup>(6)</sup>	09/29/2016		P		1		03/29/2017	09/29/2023	Common Stock	93,750	\$0 <sup>(7)</sup>	5	D <sup>(3)</sup>	

1. Name and Address of Reporting Person\*  
10X Fund, L.P.  
 (Last) (First) (Middle)  
1230 PEACHTREE STREET, N.E., SUITE 2445  
 (Street)  
ATLANTA, GA 30309  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
10X Capital Management, LLC  
 (Last) (First) (Middle)

1099 FOREST LAKE TERRACE

(Street)

NICEVILLE FL 32578

(City)

(State)

(Zip)

**Explanation of Responses:**

1. Received as a dividend on shares of Series B-1 and B-2 Convertible Preferred Stock owned by 10X Fund, L.P.
2. Distributed as an in-kind distribution to a withdrawing limited partner in 10X Fund, LP., which was effective as of 9/30/16.
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. Each share of Series B-3 Convertible Preferred Stock is convertible immediately into shares of Issuer's common stock at a conversion price equal to the market price of the common stock on the date of issuance of the Series B-3 Convertible Preferred Stock, plus \$0.9375 per share.
5. On September 22, 2016, 10X Fund, L.P. purchased (a) 375,000 shares of Series B-3 Convertible Preferred Stock, (b) one Series B-3 Warrant to purchase 104,408 shares of common stock at 3.00 per share, and (c) one Lock-Up Warrant to purchase 62,500 shares of common stock at \$3.00 per share, for total consideration of \$375,000.
6. The exercise price of the Series B-3 Warrant and the Lock-Up Warrant is subject to a one-time downward adjustment based upon the subsequent agreement between the company and a lead investor in the event the company prices its private offering below certain thresholds.
7. On September 22, 2016, the company and 10X Fund, LP entered into a Lock-Up Agreement, under which the Company agreed to issue 10X Fund, L.P. Lock-Up Warrants to purchase 500,000 shares of common stock, plus additional Lock-Up Warrants to purchase 0.08333 shares of common stock for every \$1 invested by 10X Fund, LP in the Company's Series B-3 Convertible Preferred Stock offering, up to a maximum of 500,000 warrants.
8. On September 29, 2016, 10X Fund, L.P. purchased (a) 1,125,000 shares of Series B-3 Convertible Preferred Stock, (b) one Series B-3 Warrant to purchase 564,854 shares of common stock at 3.00 per share, and (c) one Lock-Up Warrant to purchase 187,500 shares of common stock at \$3.00 per share, for total consideration of \$1,125,000.

/s/ James C. Czirr, as Managing  
Member of the General Partner 10/24/2016  
for 10X Fund, LP

/s/ James C. Czirr, as Managing  
Member of 10X Capital 10/24/2016  
Management, LLC

\*\* 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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