

TG THERAPEUTICS, INC.

Reported by
WEISS MICHAEL S

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/19/17 for the Period Ending 06/19/17

Address	2 GANSEVOORT STREET, 9TH FLOOR NEW YORK, NY 10014
Telephone	(212) 554-4484
CIK	0001001316
Symbol	TGTX
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

FORM 4

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

OMB APPROVAL
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Form 5 obligations may
continue. See Instruction 1(b).

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)	
WEISS MICHAEL S		TG THERAPEUTICS, INC. [TGTX]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CEO and President	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
2 GANSEVOORT ST, 9TH FLOOR		6/19/2017			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
NEW YORK, NY 10014				<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)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK (1)	6/19/2017		G		350000	D	\$0.00	9795917	D	
COMMON STOCK (RESTRICTED)	6/19/2017		A		834877 (2)	A	\$0.00	10630794 (3)	I	See Note 4 (4)

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:

- Reflects the transfer of 350,000 shares of TG Therapeutics stock to the Weiss Family and Descendants Trust.
- Reflects an annual grant of restricted stock pursuant to the Strategic Advisory Agreement with Caribe BioAdvisors, LLC, pursuant to which Mr. Weiss provides the services of Chairman of the Board and Executive Chairman. The restricted shares will vest on the date that the Company's Market Capitalization is \$100 million greater than the Market Capitalization on the date of grant; provided however, if the market capitalization threshold is met prior to June 30, 2018 then the shares shall vest on June 30, 2018.
- Included in Mr. Weiss' beneficial ownership are 4,910,010 shares of Common Stock issued to Opus Point Partners, LLC, of which Mr. Weiss is a co-founder, managing partner, and principal and beneficially owns a 50% interest.
- The shares are held by Caribe BioAdvisors, LLC, of which Mr. Weiss is the sole member.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEISS MICHAEL S 2 GANSEVOORT ST, 9TH FLOOR NEW YORK, NY 10014			CEO and President	

Signatures

/s/ Michael Weiss

6/19/2017

**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.