REPROS THERAPEUTICS INC.

Form 4

November 12, 2014

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

OMB Number:

3235-0287

0.5

Check this box if no longer subject to

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

January 31, Expires: 2005

OMB APPROVAL

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Section 16. Form 4 or Form 5 obligations may continue.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * PODOLSKI JOSEPH

(First)

(Street)

2. Issuer Name and Ticker or Trading

Issuer

Symbol

REPROS THERAPEUTICS INC.

(Check all applicable)

President and CEO

5. Relationship of Reporting Person(s) to

[RPRX]

2. Transaction Date 2A. Deemed

(Middle)

3. Date of Earliest Transaction (Month/Day/Year) 11/12/2014

_X__ Director 10% Owner X_ Officer (give title Other (specify below)

2408 TIMBERLOCH PLACE.

SUITE B-7

1. Title of

Security

(Instr. 3)

(Last)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person

THE WOODLANDS, TX 77380

Form filed by More than One Reporting Person

(City) (State) (Zip)

> (Month/Day/Year) Execution Date, if Code

> > (Month/Day/Year)

3.

(Instr. 8)

4. Securities Acquired Transaction(A) or Disposed of (D) (Instr. 3, 4 and 5)

(A)

6. Ownership (D) or

Indirect (I)

(Instr. 4)

7. Nature of Indirect Form: Direct Beneficial Ownership

(Instr. 4)

Owned **Following**

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

Reported Transaction(s)

5. Amount of

Securities

Beneficially

Code V Amount (D) Price (Instr. 3 and 4)

Common 11/12/2014 Stock

P 4,700 9.4201

 $65,745 \frac{(1)}{}$

D

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Tit		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	execution Date, if any (Month/Day/Year)	Code (Instr. 8)	ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Secur	rlying	Derivative Security (Instr. 5)	Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting of not reality realities	Director	10% Owner	Officer	Other			
PODOLSKI JOSEPH 2408 TIMBERLOCH PLACE, SUITE B-7 THE WOODLANDS, TX 77380	X		President and CEO				

Signatures

/s/ Katherine A. Anderson, CPA, Attorney-in-Fact

**Signature of Reporting Person

Explanation of Responses:

- * 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).
- (1) 75 shares are owned by certain family members of the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Date

Reporting Owners 2