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OPEXA THERAPEUTICS, INC.

Reported by

WARMA NEIL K

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 09/26/13 for the Period Ending 09/24/13

Address	2635 TECHNOLOGY FOREST BLVD. THE WOODLANDS, TX 77381
Telephone	(281) 272-9331
CIK	0001069308
Symbol	OPXA
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

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FORM 4

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

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden hours per response... 0.5

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)
Warma Neil K (Last) (First) (Middle) **C/O OPEXA THERAPEUTICS, INC., 2635 TECHNOLOGY FOREST BLVD.** (Street) **THE WOODLANDS, TX 77381** (City) (State) (Zip)	**Opexa Therapeutics, Inc. [OPXA]** 3. Date of Earliest Transaction (MM/DD/YYYY) **9/24/2013** 4. If Amendment, Date Original Filed (MM/DD/YYYY)	__ **X** __ Director _____ 10% Owner __ **X** __ Officer (give title below) _____ Other (specify below) **President & CEO** 6. Individual or Joint/Group Filing (Check Applicable Line) _ **X** _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

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	**9/24/2013**		**C**		**8076**	**A**	**$1.91**	**17315**	**D**	

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				
Convertible Promissory Note (1)	**$1.91** (1)	**9/24/2013**		**C**			**$15000**	**7/25/2012**	**7/25/2014**	**Common Stock**	**8076** (1)	**$0**	**0**	**D**	

Explanation of Responses:

(1) On September 23, 2013, the Note was amended to provide that in addition to the existing conversion arrangements (i.e., convertible at the election of the Holder or the Issuer into Convertible Preferred Stock at a conversion price of $100), the Note also became convertible at the Issuer's election directly into Common Stock (rather than any intermediate conversion to Convertible Preferred Stock) at the most recent closing market price (subject to a market price range) of the Common Stock at the time of any election by the Issuer to convert the Note directly into Common Stock. On September 24, 2013, the Issuer converted the principal balance of the Note plus accrued interest into 8,076 shares of Common Stock at a conversion price of $1.91.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Warma Neil K **C/O OPEXA THERAPEUTICS, INC.** **2635 TECHNOLOGY FOREST BLVD.**	**X**		**President & CEO**	

THE WOODLANDS, TX 77381				

Signatures

/s/ Neil K. Warma	**9/26/2013**
** 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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