

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>WEISS MICHAEL S</u> (Last) (First) (Middle) 2 GANSEVOORT STREET, 9TH FLOOR (Street) NEW YORK NY 10014 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TG THERAPEUTICS, INC. [TGTX]</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) CEO and President
	3. Date of Earliest Transaction (Month/Day/Year) 12/29/2021	
	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	12/15/2021		G	V	3,000 ⁽¹⁾	D	\$0	14,145,852	D	
COMMON STOCK	12/16/2021		G	V	700,000 ⁽²⁾	D	\$0	13,445,852	D	
COMMON STOCK	12/16/2021		G	V	9,000 ⁽¹⁾	D	\$0	13,436,852	D	
COMMON STOCK	12/29/2021		A		56,394 ⁽³⁾	A	\$0	13,493,246	D	
COMMON STOCK	01/04/2022		S		37,549 ⁽⁴⁾	D	\$19.2	13,455,697	D	
COMMON STOCK	01/05/2022		S		30,671 ⁽⁴⁾	D	\$18.31	10,988,021 ⁽⁵⁾	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					

Explanation of Responses:

- Reflects the transfer of shares of TG Therapeutics stock as a bona fide gift to various 501(c)(3) charitable organizations.
- Reflects the transfer of shares of TG Therapeutics stock to various trusts for the benefit of Mr. Weiss' dependents.
- Reflects a grant of restricted shares of common stock of TG Therapeutics in lieu of cash compensation owed to Mr. Weiss for the 2021 fiscal year, which will fully vest on January 1, 2024.
- In connection with the vesting of 225,000 shares held by Mr. Weiss' dependents on January 1, 2022, these shares were sold by the Company's restricted stock administrator in order to satisfy tax withholding obligations. Mr. Weiss nor his dependents had any discretion with respect to such sale, which was transacted automatically in accordance with the Company's corporate policies regarding the vesting of restricted stock.
- Includes 2,437,005 shares received as a liquidating distribution from Opus Point Partners, LLC ("Opus"), of which Mr. Weiss was a principal. In prior reports, Mr. Weiss reported beneficial ownership of all 4,874,010 shares held by Opus, even though he only owned 50% of Opus. On December 29, 2021, as part of the dissolution of Opus the shares of TGTX held by Opus were distributed to the underlying Opus owners. As a result of such distribution, the 2,437,005 shares held indirectly by the reporting person are no longer held by the reporting person.

/s/ Michael S. Weiss 01/06/2022
 ** 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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