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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

### FORM 5

#### ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).								
	Form 3 Holdings Reported								
X	Form 4 Transactions Reported								
	ame and Address of Reporting erson*	2.	Issuer Name and Ticker or Trading Symbol	3.	I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) N/A				
L	ovenberg, Walter M.		eXegenics Inc. (EXEG)						
(1	Last) (First) (Middle)			_					
	o eXegenics 110 Research Row	4.	Statement for Month/Year 2002	5.	5. If Amendment, Date of Original (Month/Year				
(C	Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Reporting (Check Applicable Line)				
Г	Dallas, TX 75235  (City) (State) (Zip)		<ul><li>☑ Director ☐ 10% Owner</li><li>☐ Officer (give title below)</li></ul>		<ul><li>☑ Form filed by One Reporting Person</li><li>☐ Form filed by More than One Reporting</li></ul>				
(0			☐ Other (specify below)		Person				

		Ta	able I — Non-Deri	vative Securi	ties	Acquired	, Disp	osed o	f, or	Beneficially Own	ed			
1.	Title of 2. Security (Instr. 3)	Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	ı 4.	Securities or Dispose (Instr. 3, 4 a	d of (D)	d (A)	5.	Amount of Securities Beneficially Owned at the End of Issuer's Fiscal Year (Instr. 3 and 4)	6.	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
						Amount	(A) or (D)	Price						
_					_				_					
						Page 2								

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

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)		
										(A)	(D)	
Option to purchase common stock		\$2.55		01/11/02		N/A		A		15,000	)	
					_							
			_									
					Page	e 3						

#### (e.g., puts, calls, warrants, options, convertible securities) **Number of Derivative** Date Exercisable and 7. Title and Amount of Price of Derivative 9. 10. Ownership of 11. Nature of Securities Beneficially Derivative Security: **Expiration Date Underlying Securities** Security Indirect Beneficial (Month/Day/Year) (Instr. 3 and 4) Owned at End of Direct (D) (Instr. 5) or Indirect (I) Year Ownership (Instr. 4) (Instr. 4) (Instr. 4) Amount or Date Expiration Number of Title Exercisable Date Shares Common (1) 01/11/12 15,000 15,000 D N/A stock **Explanation of Responses:** (1) The option vests 50% on January 11, 2003 and the remaining 50% on January 11, 2004. 4/11/2003 /s/ Walter M. Lovenberg \*\*Signature of Reporting Person Date \*\*

Table II — Derivative Securities Acquired, Disposed of, or Beneficially Owned — Continued

File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for Note: procedure.

Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).