SEC Form 5

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0362
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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).

☐ Form 3 Holdings Reported.

☐ Form 4 Transactions Reported.

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*
CZIRR JAMES C

(Last) (First) (Middle)
545 DUTCH VALLEY ROAD, N.E., SUITE A

(Street)
ATLANTA GA 30324

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
GALECTIN THERAPEUTICS INC [GALT]
Foreign Trading Symbol

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2025

4. If Amendment, Date of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☐ Director ☑ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
☐ 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. 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 at 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			
Common Stock	12/08/2025		J[1]	19,552	D	[1]	5,594,905	D[3]	
Common Stock	09/30/2025		J[2]	1,000	A	$6[2]	1,046,541	D[3]	

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)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting Person*
CZIRR JAMES C

(Last) (First) (Middle)
545 DUTCH VALLEY ROAD, N.E., SUITE A

(Street)
ATLANTA GA 30324

(City) (State) (Zip)

1. Name and Address of Reporting Person*
10X Fund, L.P.

(Last) (First) (Middle)
545 DUTCH VALLEY ROAD, N.E., SUITE A

(Street)
ATLANTA GA 30324

(City) (State) (Zip)

1. Name and Address of Reporting Person*

10X Capital Management, LLC

(Last) (First) (Middle)

545 DUTCH VALLEY ROAD, N.E., SUITE A

(Street)

ATLANTA GA 30324

(City) (State) (Zip)

Explanation of Responses:

1. Shares were distributed in an in-kind distribution to a withdrawing limited partner of 10X Fund, LP of his/her/its pro rata share of shares held by 10X Fund, LP, which did not receive any consideration for the transfer. The distribution is exempt from Section 16(b) because it does not constitute a sale of a security under applicable law.

2. Common stock received in satisfaction of $6,000 of dividends due on Series A Convertible Preferred Stock owned by James C. Czirr pursuant to issuer's option to pay dividends in cash or common stock, at its sole discretion. The dividends were payable on 9/30/2025. The price is the amount of the dividend divided by the number shares issued in satisfaction of the dividend. The issuance is exempt from Section 16(b) of the Securities Exchange Act pursuant to Rule 16a-9.

3. 10X Fund, L.P. has direct beneficial ownership of all the securities owned by 10X Fund, L.P. 10X Capital Management, LLC, a Florida limited liability company, is the general partner of 10X Fund, L.P., a Delaware limited partnership, and may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P., but disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein. James C. Czirr is the manager of 10X Capital Management, LLC, and may be deemed to have indirect beneficial ownership of all or a portion of the securities owned directly by 10X Fund, L.P. and 10X Capital Management, LLC., but disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

/s/ James C. Czirr	11/25/2026
/s/ James C. Czirr, as Managing Member of the General Partner of 10X Fund, LP	11/25/2026
/s/ James C. Czirr, as Managing Member of 10X Capital Management, LLC	11/25/2026
** 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 Number.