

EMANUELE ROBERT MARTIN

Form 3

April 28, 2011

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**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

(Print or Type Responses)

1. Name and Address of Reporting
Person *Â EMANUELE ROBERT
MARTIN

(Last) (First) (Middle)

12390 EL CAMINO REAL,
SUITE 150

(Street)

SAN DIEGO,Â CAÂ 92130

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
04/27/20113. Issuer Name **and** Ticker or Trading Symbol

ADVENTRX PHARMACEUTICALS INC [ANX]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Senior VP, Development5. If Amendment, Date Original
Filed(Month/Day/Year)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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

588,663 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EMANUELE ROBERT MARTIN 12390 EL CAMINO REAL, SUITE 150 SAN DIEGO, CA 92130	Â	Â	Â Senior VP, Development	Â

Signatures

/s/ R. Martin
Emanuele

04/27/2011

__Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The reporting person acquired these securities on April 8, 2011 as consideration for the reporting person's interest in SynthRx, Inc., which ADVENTRX Pharmaceuticals, Inc., the issuer of these securities, acquired by merger on April 8, 2011. Of these 588,663 shares, (i) 42,035 shares are currently being held in escrow and are subject to forfeiture during 12-month period following the merger to satisfy claims arising as a result of SynthRx's breach of its representations and warranties or covenants in the merger agreement and (ii) 407,477 shares are subject to repurchase by the issuer at a purchase price of \$0.001 per share in the event and to the extent of failure to achieve the first development milestone under the merger agreement.

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Remarks:

TheÂ termsÂ ofÂ theÂ mergerÂ agreementÂ pursuantÂ toÂ whichÂ theÂ issuerÂ acquiredÂ SynthRx,Â Inc.Â provideÂ tha

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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