

Noorani Siraj N
 Form 3
 December 02, 2004

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

OMB APPROVAL

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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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Noorani Siraj N			(Month/Day/Year)	SPECTRX INC [SPRX]	
(Last)	(First)	(Middle)	12/01/2004	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
2785 MAPLE VISTA LN				(Check all applicable)	
(Street)				___ Director ___ 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
LAWRENCEVILLE,Â GAÂ 30044				<input checked="" type="checkbox"/> Officer ___ Other (give title below) (specify below)	<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City)	(State)	(Zip)		Chief Accounting Officer	___ 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	1,453	D	Â

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

SEC 1473 (7-02)

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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 Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of Shares			

						(I) (Instr. 5)	
Employee Stock Options (Right to Buy)	Â (1)	05/24/2010	Common Stock	1,000	\$ 11.25	D	Â
Employee Stock Options	Â (2)	10/05/2014	Common Stock	4,000	\$ 0.34	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Noorani Siraj N 2785 MAPLE VISTA LN LAWRENCEVILLE, GA 30044	Â	Â	Â Chief Accounting Officer	Â

Signatures

/s/ Siraj N. 12/02/2004
Noorani

**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).
- These options were granted under the SpectRx, Inc. 1995 Stock Plan. 1/48 of the shares subject to this option are exercisable as of
- (1) 06/05/2000, and an additional 1/48 of the shares subject to this option are exercisable at the end of each calendar month thereafter until all such shares are exercisable.
 - (2) These options were granted on 10/06/2004 under the SpectRx, Inc. 1995 Stock Plan. 1/48 of the shares subject to the option shall vest each month and 33% of the shares subject to the option shall vest seven months after the vesting commencement date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.