# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13G/A**

(Amendment No. 1)

Under the Securities Exchange Act of 1934

# Cellectar Biosciences, Inc.

(Name of Issuer)
Common Shares
(Title of Class of Securities)
(CUSIP Number)
December 31, 2021
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

**⊠** Rule 13d-1(c)

☐ Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>\*</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

1.	NAMES OF RE		
	I.R.S. IDENTIF	ICATI	ON NOS. OF ABOVE PERSONS (ENTITIES ONLY)
	Rosalind Adviso	ua Iua	
2.			PRIATE BOX IF A MEMBER OF A GROUP
۷.	(see instructions		ALATE BOATF A MEMBER OF A UNOUF
	(a) $\square$	,	
	(b) $\square$		
3.	SEC USE ONLY	Y	
4.	CITIZENSHIP (	OR PL	ACE OF ORGANIZATION
	ONTARIO CAI	NI A TO A	
	ONTARIO, CA	5.	SOLE VOTING POWER
		3.	SOLE VOTING FOWER
			0
NUMBER OF		6.	SHARED VOTING POWER
SH	IARES		
	FICIALLY		6,052,282
	D BY EACH	7.	SOLE DISPOSITIVE POWER
	ORTING		
PERS	ON WITH		0
		8.	SHARED DISPOSITIVE POWER
			6,052,282
9.	AGGREGATE A	AMOU	INT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	6,052,282		
10.			REGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
	(see instructions	) Ц	
11.	PERCENT OF (	TASS	REPRESENTED BY AMOUNT IN ROW (9)
11.	I LICEIVI OF	LASS	REPRESENTED DI AMOONI INKOW ())
	$9.9\%^{1}$		
12.		ORTIN	G PERSON (see instructions)
	CO		

<sup>&</sup>lt;sup>1</sup> This percentage is calculated based upon 61,101,264 shares of the Issuer's common stock outstanding as of November 5, 2021 in accordance with 10-Q filed on November 8, 2021.

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

TYPE OF REPORTING PERSON (see instructions)

9.

10.

11.

12.

6,052,282

ΙN

(see instructions)  $\square$ 

11.

12.

 $9.97\%^{1}$ 

ΙN

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

TYPE OF REPORTING PERSON (see instructions)

4. CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING

PERSON WITH

(b) □ SEC USE ONLY

CAYMAN ISLANDS

3.

6. SHARED VOTING POWER

SOLE VOTING POWER

6,052,282

7. SOLE DISPOSITIVE POWER

0

8. SHARED DISPOSITIVE POWER

6,052,282

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

6,052,282

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) □

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

9 9%

12. TYPE OF REPORTING PERSON (see instructions)

PN

#### Item 1.

- (a) Name of Issuer: CELLECTAR BIOSCIENCES, INC.
- (b) Address of Issuer's Principal Executive Offices 100 Campus Drive, Florham Park, New Jersey 07932

#### Item 2.

(a) Name of Person Filing

Rosalind Advisors, Inc. ("Advisor" to RMF)
Rosalind Master Fund L.P. ("RMF")
Steven Salamon ("President")
Steven Salamon is the portfolio manager of the Advisor which advises RMF.
Gilad Aharon is the portfolio manager and member of the Advisor which advises RMF.

(b) Address of the Principal Office or, if none, residence
Rosalind Advisors Inc

Rosalind Advisors, Inc. 175 Bloor Street East Suite 1316, North Tower Toronto, Ontario M4W 3R8 Canada

Rosalind Master Fund L.P. P.O. Box 309 Ugland House, Grand Cayman KY1-1104, Cayman Islands

Steven Salamon 175 Bloor Street East Suite 1316, North Tower Toronto, Ontario M4W 3R8 Canada

Gilad Aharon 175 Bloor Street East Suite 1316, North Tower Toronto, Ontario M4W 3R8 Canada

(c) Citizenship

Rosalind Advisors, Inc.: Ontario, Canada Rosalind Master Fund L.P.: Cayman Islands Steven Salamon: Ontario, Canada Gilad Aharon: Ontario, Canada

- (d) Title of Class of Securities Common Stock
- (e) CUSIP Number 15117F500

Item 3.	If this	statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:				
(a)		Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).				
(b)		Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).				
(c)		Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).				
(d)		Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).				
(e)		An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);				
(f)		An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);				
(g)		A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);				
(h)		A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);				
(i)		A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3)				
(j)		Group, in accordance with §240.13d-1(b)(1)(ii)(J).				
Item 4.	Owne	rship.				
Provide	he fol	lowing information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.				
(a)	Am	Amount beneficially owned:				
	Rosalind Master Fund L.P. is the record owner of 6,052,282 shares of common stock.					
	Rosalind Advisors, Inc. is the investment advisor to RMF and may be deemed to be the beneficial owner of shares held by RMF. Steven Salamon is the portfolio manager of the Advisor and may be deemed to be the beneficial owner of shares held by RMF. Notwithstanding the foregoing, the Advisor and Mr. Salamon disclaim beneficial ownership of the shares.					
(b)	Pero	Percent of class:				
		Rosalind Advisors, Inc. – 9.9%				
		Rosalind Master Fund L.P. – 9.9%				
		Steven Salamon – 9.9%				

Gilad Aharon – 9.9%

- (c) Number of shares as to which the person has:
  - (i) Shared power to vote or to direct the vote

Rosalind Advisors, Inc. – 6,052,282 Rosalind Master Fund L.P. – 6,052,282 Steven Salamon – 6,052,282 Gilad Aharon - 6,052,282

- (ii) Sole power to dispose or to direct the disposition of -0
- (iii) Shared power to dispose or to direct the disposition of

Rosalind Advisors, Inc. – 6,052,282 Rosalind Master Fund L.P. – 6,052,282 Steven Salamon – 6,052,282 Gilad Aharon - 6,052,282

Instruction. For computations regarding securities which represent a right to acquire an underlying securitysee §240.13d-3(d)(1).

#### Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following  $\Box$ .

Instruction. Dissolution of a group requires a response to this item.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Item 7 – 9. Not Applicable

#### Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

1/21/2022
Date
/s/ Steven Salamon
Signature
Steven Salamon/President Rosalind Advisors, Inc.
Name/Title

Exhibit A

## Joint Filing Agreement

The undersigned hereby agree that this Statement on Schedule 13G/A with respect to the beneficial ownership of shares of Common Stock of Cellectar Biosciences, Inc. is filed jointly, on behalf of each of them.

## Rosalind Advisors, Inc.

By: /s/ Steven Salamon Name: Steven Salamon Title: President

## Rosalind Master Fund L.P.

By: /s/ Mike McDonald Name: Mike McDonald Title: Director. Rosalind (Cayman) I

Title: Director, Rosalind (Cayman) Ltd. (as General Partner to Rosalind Master Fund)

By: /s/ Steven Salamon Name: Steven Salamon