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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Ľ	Check this box if no longer subject to
	Section 16. Form 4 or Form 5 obligations
l	may continue. See Instruction 1(b).

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

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

affirmative defen 10b5-1(c). See li	nse conditions of Rule nstruction 10.			
1. Name and Address of Reporting Person * <u>NEIS JOHN</u>			2. Issuer Name and Ticker or Trading Symbol Cellectar Biosciences, Inc. [CLRB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/14/2024	X Director 10% Owner Officer (give title Other (specify below) below)
C/O CELLECT	CAR BIOSCIEN	CES, INC.	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person
(Street) FLORHAM PARK	NJ	07932		Form filed by More than One Reporting Person
(City)	(State)	(Zip)	Device the Occurities Associated Dispersed of an Device	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	(Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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)	Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable an Expiration Date (Month/Day/Year)		ate	d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock option (right to buy)	\$2.58	06/14/2024 ⁽¹⁾		A		60,000		(2)	12/22/2033	Common Stock	60,000	\$0	60,000	D	

Explanation of Responses:

1. This option was contingently granted on December 22, 2023, subject to approval by Cellectar's stockholders of Cellectar's amended 2021 Stock Incentive Plan at Cellectar's 2024 Annual Meeting of Stockholders. Such stockholder approval was obtained on June 14, 2024.

2. This option shall vest in full on December 22, 2024, subject to the reporting person's continued service through the applicable vesting date.

/s/ Christina Blakley, attorney-in-06/18/2024 fact for John Neis

** 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.