

# UNITED STATES SECURITIES AND EXCHANGE **COMMISSION**

Washington, D.C. 20549

### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF **SECURITIES**

OMB APPROVAL			
OMB	3235-		
Number:	0104		
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response	0.5		

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)									
1. Name and Address of Reporting	2. Date of Event Requiring 3			3. Issuer Name and Ticker or Trading Symbol					
Person *		Statement		Cellectar Biosciences, Inc. [CLRB]					
MARXE AUSTIN W &		(Month/Day/Year)		, · · · ·					
GREENHOUSE DAVID M	08/15/20	14							
(Last) (First) (Middle)			4.	4. Relationship of Reporting			5. If Amendment, Date Original		
C/O SPECIAL SITUATIONS		Person(s) to Issuer			Filed(Month/Day/Year)		h/Day/Year)		
FUNDS, 527 MADISON				•	all applicable				
AVENUE, SUITE 2600				DirectorX 10% Owner Officer (give Other (specify					
(Street)			titl	title below) below)		6. Individual or Joint/Group			
							Filing(Chec	ck Applicable Line)	
NEW YORK, NY 10022								ed by One Reporting Person	
							Person	ed by More than One Reporting	
(City) (State) (Zip)		Tab	ole I - Non	-Derivati	ve Securitio	es Bei	neficially (	Owned	
1.Title of Security			mount of Se		3.	4. Na	ture of India	rect Beneficial	
(Instr. 4)	Beneficially						ership		
		(Inst	tr. 4)		Form: Direct	(Instr	·. 5)		
					(D) or Indirect (I)				
					(Instr. 5)				
Common Stock 1.066.000		66,000 (1)		I (1)	By I	By Limited Partnerships (1)			
		1,00				Dy L		тистыпро	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  SEC 1473 (7-02)									
Persons who re	spond to tl	ne colle	ction of in	formation	contained	in this	s form are		
not required to	respond ur	less th	e form dis	plays a c	urrently vali	d OMI	B control		
number.									
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security 2. Date Exercisable and 3. Title and Amount of 4. 5. 6. Nature of Indirect									
	Exercisable	and		i Amount o Underlying			Ownership	6. Nature of Indirect Beneficial Ownership	
	Day/Year)		Derivative		or Exerc		form of	(Instr. 5)	
	,		(Instr. 4)	Security	Price of		Derivative	(111341. 3)	
Date	Expi	ation	,		Derivati	ve S	Security:		
Exerci	_	unon		Amount of	r Security		Direct (D)		
			Title	Number of	f	_	r Indirect		
				Shares		,	I)		
						(.	Instr. 5)	· · · ·	
Warrants 08/15	/2014 02/0	6/2019	Common	1,066,00	$0 \mid \$ 1$		<u>I (2)</u>	By Limited	
Warrants 00/13	2011 02/0	0/2017	Stock	<u>(2)</u>	ΨΙ		1	Partnerships (2)	
Reporting Owners									

Reporting Owner Name / Address		Relationships				
		10% Owner	Officer	Other		
MARXE AUSTIN W & GREENHOUSE DAVID M C/O SPECIAL SITUATIONS FUNDS 527 MADISON AVENUE, SUITE 2600 NEW YORK, NY 10022		X				

# **Signatures**

Austin W. Marxe	09/08/2014
**Signature of Reporting Person	Date
David M. Greenhouse	09/08/2014
**Signature of Reporting Person	Date
Adam C. Stettner	09/08/2014
**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). This is a joint filing by Austin W. Marxe (Marxe), David M. Greenhouse (Greenhouse) and Adam C. Stettner (Stettner). They share voting and investment control over all securities owned by Special Situations Fund III QP, L.P. (QP), Special Situations Cayman Fund,
- (1) L.P. (Cayman), and Special Situations Life Sciences Fund, L.P. (LS), respectively. 537,000 shares of Common Stock are held by QP, 179,000 shares of Common Stock are held by Cayman and 350,000 shares of Common Stock are held by LS. The interest of Marxe, Greenhouse and Stettner in the shares of Common Stock owned by QP, Cayman and LS is limited to the extent of his pecuniary interest. This is a joint filing by Austin W. Marxe (Marxe), David M. Greenhouse (Greenhouse) and Adam C. Stettner (Stettner). They share voting and investment control over all securities owned by Special Situations Fund III QP, L.P. (QP), Special Situations Cayman Fund,
- (2) L.P. (Cayman), and Special Situations Life Sciences Fund, L.P. (LS), respectively. 537,000 Warrants are held by QP, 179,000 Warrants are held by Cayman and 350,000 Warrants are held by LS. The interest of Marxe, Greenhouse and Stettner in the shares of Warrants owned by QP, Cayman and LS is limited to the extent of his pecuniary interest.

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.