

(Print or Type Responses)

Person *

NEIS JOHN

1. Name and Address of Reporting

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Weekington, D.C. 20540

Washington, D.C. 20549

OMB APPROVAL OMB 3235Number: 0104 Estimated 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 or Section 30(h) of the Investment Company Act of 1940

Statement

(Month/Day/Year)

2. Date of Event Requiring | 3. Issuer Name and Ticker or Trading Symbol

Cellectar Biosciences, Inc. [CLRB]

(Last) (First) (Mi C/O CELLECTAR BIOSCIENCES, INC., 3301 AGRICULTURE DRIVE (Street)	ddle) 08/12	08/14/2014		4. Relationship of Person(s) to Issuer (Check all a) _X_Director Officer (give title below)			Filed(Month	5. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group	
MADISON, WI 53716							_X_ Form file	Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	
(City) (State) (2	Zip)	Table I - Non-Derivative Securities Beneficially Owned							
1.Title of Security (Instr. 4)					ership Owr n: Direct (Inst or eect (I)	Vature of Indirect Beneficial nership tr. 5)			
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 Be	neficially Owi	ned (<i>e.g.</i> , pı	ıts, calls, w				securities)	
1. Title of Derivative Security (Instr. 4) 2. Date Expirat (Month/D			Securities 1	5. Title and Amount of Securities Underlying Derivative Security Instr. 4)		4. Conversion or Exercise Price of	Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)		
Stock Option (right to buy)	<u>(2)</u>	12/13/2023	Common Stock	2,500		\$ 7.4	D		
Stock Option (right to buy)	<u>(2)</u>	12/14/2022	Common Stock	2,300		\$ 15	D		
Stock Option (right to buy)	<u>(2)</u>	12/16/2021	Common Stock	2,500		\$ 9	D		
Stock Option (right to buy)	(2)	05/18/2021	Common Stock	5,000		\$ 28	D		
Convertible Debenture (right to buy)	02/06/2014	02/06/2016	Common Stock	50,000		\$ 10	I	See Foonote (1) (3)	
Stock Purchase Warrant (right to buy)	02/20/2013	02/20/2015	Common Stock	2,750		\$ 10	I	See Foonote (1)	
Stock Purchase Warrant (right to buy)	06/13/2012	06/13/2017	Common Stock	13,500		\$ 25	I	See Foonote (1)	
Stock Purchase Warrant (right to buy)	04/08/2011	03/31/2016	Common Stock	55,000		\$ 15	I	See Foonote (1)	

Reporting Owners

Reporting Owner Name / Address		Relationships					
		10% Owner	Officer	Other			
NEIS JOHN							
C/O CELLECTAR BIOSCIENCES, INC.	X						
3301 AGRICULTURE DRIVE	Λ						
MADISON, WI 53716							

Signatures

/s/ Paul Bork, attorney-in-fact for John Neis	08/14/2014		
**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).

 These securities are held by Venture Investors Early Stage Fund IV Limited Partnership and Advantage Capital Wisconsin Partners I, Limited Partnership. VIESF IV GP LLC is the general partner of Venture Investors Early Stage Fund IV Limited Partnership and
- (1) Venture Investors LLC is the submanager and special limited partner of Advantage Capital Wisconsin Partners I, Limited Partnership. The investment decisions of VIESF IV GP LLC and Venture Investors LLC are made collectively by seven managers, including the reporting person. The reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein.
- (2) Option vests in equal quarterly increments over a period of two years from the date of grant. Option expires on the tenth anniversary of the date of grant.
- In connection with the issuance of the convertible debentures, Venture Investors Early Stage Fund IV Limited Partnership and

 (3) Advantage Capital Wisconsin Partners I, Limited Partnership were also granted a warrant to purchase 50,000 shares of common stock at an exercise price of \$20.00 per share. The warrants become exercisable only upon the conversion of the convertible debentures and expire February 6, 2019.

Remarks:

Exhibit 24 - Power of Attorney

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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CONFIRMING STATEMENT

This Statement confirms that the undersigned has authorized and designated Paul Bork, Matthew Eckert, Chad Kolean and Christina Blakley, each acting singly, to execute and file on the undersigned's behalf a Form ID and all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Cellectar Biosciences, Inc. The authority of Paul Bork, Matthew Eckert, Chad Kolean and Christina Blakley under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to the undersigned's ownership of or transactions in securities of Cellectar Biosciences, Inc. unless earlier revoked in writing. The undersigned acknowledges that Paul Bork, Matthew Eckert, Chad Kolean and Christina Blakley are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

obligations with respect to securities of Cellectar Biosciences, Inc. who is not named herein, and this Statement replaces and supersedes any such prior confirming statement.

Dated: August 13, 2014 Signed: /s/ John Neis

Print Name: John Neis

This Statement revokes the authority of any person named in any prior confirming statement relating to the undersigned's filing