FORM 4

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

| OMB APPROVAL | | | | | | |
|--------------------------|-----------|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | |
| Estimated average burden | | | | | | |
| ours per response | e 0.5 | | | | | |

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

STATEMENT OF CHANGES IN 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

| (Print or Ty | pe Response | es) | | | | | | | | | | | | | | | | | |
|---|-------------|---|------------------|-----------------------------|---|--------|--|-------|--|------------------------|--|---|--|--|--|---|------------|----------------------------|-----------------------|
| Name and Address of Reporting Person * AWM Investment Company, Inc. | | | | | 2. Issuer Name and Ticker or Trading Symbol Cellectar Biosciences, Inc. [CLRB] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner | | | | | | |
| (Last) (First) (Middle) 527 MADISON AVENUE, SUITE 2600 | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 12/18/2015 | | | | | | | | | | r (give title belo | | | r (specify be | elow) |
| (Street) NEW YORK, NY 10022 | | | | 4. If | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person | | | | | | | |
| (City | ·) | (State) | (Zip) |) | | Tal | ble I - I | Non- | De | rivative S | Secur | ities A | cqui | ired, Disp | osed of, or l | Beneficia | ally Ov | vned | |
| 1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year | | Year) Execut | tion Date | ion Date, if | | sactio | tion 4. Securities A (A) or Dispose (Instr. 3, 4 and | | sed of (D) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | 6. Owner Form: Direct | rship Ind Bei | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | (IVIOIII) | Month/Day/Year) | | Code | | V | Amount | (A) or (D) | Price | | or Indirect (I) (In (Instr. 4) | | irect (In | | | |
| Common | Stock | | 12/18/2015 | | | | S | | | 7,000 | D | \$ 0.898 (1) | 88 5 | 579,372 | I | | I | By Limited Partnerships | |
| Common | Stock | | 12/21/2015 | ; | | | S | | | 20,621 (2) (3) | D | \$ 0.922 (1) | 23 5 | 558,751 [©] | 2) (3) | | I (2) (| | Limited therships (3) |
| Reminder: indirectly. | Report on a | separate line | e for each class | s of securities | benefici | ally | owned | direc | tly | or | | | | | | | | | |
| | | | | | | | | c | cor | ntained i | in thi | is forn | n ar | re not req | ection of in uired to re d OMB cor | spond | unless | | CC 1474 (9- 02) |
| | | | Tab | ole II - Deriva (e.g., p | | | | | | Disposed is, conver | | | | | l | | | | |
| 1. Title of Derivative Security (Instr. 3) | Conversion | Exercise (Month/Day/Year) any e of ivative (Month | | ution Date, if | 4. Transaction Code Year) (Instr. 8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | Am Und Sec | Fitle and nount of derlying purities str. 3 and | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | ve es ially ng d tion(s) | Form of Derivative Security: Direct (D) or Indirect | (Instr. 4) | | |
| | | | | | Code | V | (A) | (D) | Da Ex | ate ercisable | | iration | Title | Amount or le Number of Shares | r Jumber f | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| AWM Investment Company, Inc. 527 MADISON AVENUE SUITE 2600 NEW YORK, NY 10022 | | X | | | | | | |

Signatures

| Adam C. Stettner | 12/22/2015 |
|---------------------------------|------------|
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * 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).

- (1) This is a weighted average price.
 - AWM Investment Company, Inc., a Delaware corporation (AWM), is the investment adviser to Special Situations Fund III QP, L.P. (SSFQP), Special Situations Cayman, Fund, L.P. (CAYMAN) and Special Situations Life Sciences Fund, L.P. (SSLS and together with SSFQP and CAYMAN, the Funds). As the investment adviser to the
- Fund, L.P. (CAYMAN) and Special Situations Life Sciences Fund, L.P. (SSLS and together with SSFQP and CAYMAN, the Funds). As the investment adviser to the Funds, AWM holds sole voting and investment power over 263,862 shares of Common Stock of the Issuer (the Shares) held by SSFQP, 87,902 Shares held by CAYMAN and 206,987 Shares held by SSLS.
- Austin W. Marxe (Marxe), David M. Greenhouse (Greenhouse) and Adam C. Stettner (Stettner) are the controlling principals of AWM. The reporting person disclaims (3) beneficial ownership of the Shares, except to the extent of its pecuniary interest therein. This report shall not be deemed an admission that the reporting person is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

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.