

DART KENNETH BRYAN
Form 4
July 21, 2017

FORM 4

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Eastern Capital LTD

2. Issuer Name and Ticker or Trading Symbol
Cyclacel Pharmaceuticals, Inc.
[CYCC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10 MARKET STREET,
#773, CAMANA BAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/19/2017

____ Director
____ Officer (give title below)
__X__ 10% Owner
____ Other (specify below)

GRAND CAYMAN, E9 KY1-9006

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____ Form filed by One Reporting Person
__X__ Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | Code V Amount (A) or (D) Price | | | |
| Common Stock ⁽¹⁾ | 07/19/2017 | | P | 850,000 A \$ 2 | 2,167,261 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Warrant <u>(1)</u> | \$ 2 | 07/19/2017 ⁽¹⁾ | | P | 1 | <u>(1)</u> <u>(1)</u> | Common Stock | 850,000 <u>(1)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Eastern Capital LTD 10 MARKET STREET, #773 CAMANA BAY GRAND CAYMAN, E9 KY1-9006 | | X | | |
| Portfolio Services Ltd. 10 MARKET STREET, # 773 CAMANA BAY GRAND CAYMAN, E9 KY1-9006 | | X | | |
| DART KENNETH BRYAN P. O. BOX 31300 GRAND CAYMAN, E9 KY1-1206 | | X | | |

Signatures

| | |
|---------------------------------|------------|
| /s/Eastern Capital Limited | 07/21/2017 |
| **Signature of Reporting Person | Date |
| /s/Portfolio Services Ltd. | 07/21/2017 |
| **Signature of Reporting Person | Date |
| /s/Kenneth B. Dart | 07/21/2017 |
| **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) On July 19, 2017 Eastern Capital Limited acquired 850,000 Class A Units. Each Class A Unit consists of one share of the Issuer's common stock and a warrant to purchase one share of the Issuer's common stock which is exercisable as of July 21, 2017 with an exercise price of \$2.00 per share and which expires on July 22, 2024.

Remarks:

Eastern Capital Limited is an investment entity that owns the securities reported on this Form 4. Portfolio Services Ltd. is a ho

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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