

Cyclacel Pharmaceuticals, Inc.

Form 3

February 27, 2017

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104

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**INITIAL STATEMENT OF 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 *

TANG KEVIN C

(Last) (First) (Middle)

4747 EXECUTIVE
DRIVE, SUITE 510

(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/23/2017

3. Issuer Name and Ticker or Trading Symbol
Cyclacel Pharmaceuticals, Inc. [CYCC]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

425,700

I (1)

By LP (1)

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TANG KEVIN C 4747 EXECUTIVE DRIVE SUITE 510 SAN DIEGO, CA 92121	^	^ X	^	^
TANG CAPITAL MANAGEMENT LLC 4747 EXECUTIVE DRIVE SUITE 510 SAN DIEGO, CA 92121	^	^ X	^	^
TANG CAPITAL PARTNERS LP 4747 EXECUTIVE DRIVE SUITE 510 SAN DIEGO, CA 92121	^	^ X	^	^

Signatures

Kevin C. Tang	02/27/2017
__Signature of Reporting Person	Date
Kevin C. Tang, Managing Member	02/27/2017
__Signature of Reporting Person	Date
Kevin C. Tang, Managing Member of Tang Capital Management, LLC, General Partner	02/27/2017
__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).

The securities are beneficially owned by Tang Capital Partners, LP ("TCP"). Kevin C. Tang is the sole manager of Tang Capital (1) Management, LLC, which is the general partner of TCP. Mr. Tang disclaims beneficial ownership of the securities, except to the extent of his pecuniary interest therein.

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.