



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

| 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) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|------------------|--|-------------------|---|----------------------------|--|---|--|--|
|  |  |                                      |  | Code                           | V | (A)   | (D)              | Date Exercisable   | Expiration Date   | Title   | Amount or Number of Shares |  |   |  |  |
|  |  |                                      |  |                                |   |   |                  |  |                   |   |                            |  |   |  |  |
| <b>Stock Option (right to buy)</b>         | <b>\$0.26</b>  | <b>08/07/2020</b>                    |  | <b>M</b>                       |   |   | <b>3,000,000</b> | <b>12/13/2019</b>  | <b>12/12/2029</b> | <b>CytRx Common Stock</b>                                     | <b>3,000,000</b>           | <b>\$0</b>                                 | <b>0</b>  | <b>D</b>   |  |
|  |  |                                      |  |                                |   |   |                  |  |                   |   |                            |  |   |  |  |

**Explanation of Responses:**

(1) Reflects 1,164,179 shares withheld by the Issuer at the market price of \$0.67 per share to fund the cashless exercise of 3,000,000 options at an exercise price of \$0.26 per share.

/s/ Steven A. Kriegsman  
\*\*Signature of Reporting Person

August 13, 2020  
Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.  
If space provided 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.