

# FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	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 Type Responses)

1. Name and Address of Reporting Person <b>SETH SANDESH</b>		2. Issuer Name and Ticker or Trading Symbol <b>Actinium Pharmaceuticals, Inc. [ATNM]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Executive Chairman</b>	
(Last) (First) (Middle) <b>C/O ACTINIUM PHARMACEUTICALS, INC, 275 MADISON AVENUE, 7TH FLOOR</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>03/14/2017</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(Street) <b>NEW YORK, NY 10016</b>		4. If Amendment, Date Original Filed (Month/Day/Year)			
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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)**

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(s) (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				
Warrant to purchase common stock	\$ 0.78	03/14/2017		<a href="#">J(1)</a>		64,746		01/31/2012	02/11/2022	Common Stock	64,746	\$ 0.78	64,746	D	
Warrant to purchase common stock	\$ 0.78	03/14/2017		<a href="#">J(1)</a>		99,619		01/31/2012	02/11/2022	Common Stock	99,619	\$ 0.78	99,619	I	See Footnote <a href="#">(1)</a>
Warrant to purchase common stock	\$ 2.34	03/14/2017		<a href="#">J(2)</a>		57,212		01/19/2012	01/28/2018	Common Stock	57,212	\$ 2.34	0	D	
Warrant to purchase common stock	\$ 2.34	03/14/2017		A		57,212		03/14/2017	02/11/2022	Common Stock	57,212	\$ 2.34	57,212	D	
Options to purchase common stock	\$ 1.39	03/14/2017		A		750,000		<a href="#">(3)</a>	03/14/2027	Common Stock	750,000	\$ 1.39	750,000	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SETH SANDESH C/O ACTINIUM PHARMACEUTICALS, INC 275 MADISON AVENUE, 7TH FLOOR NEW YORK, NY 10016	X		Executive Chairman	

## Signatures

/s/ Sandesh Seth	03/15/2017
------------------	------------

## 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).

Certain warrants were issued to Mr. Seth as part of investment banking and advisory services either prior to and outside of Mr. Seth's role as a Board Member and subsequently Executive Chairman and are not compensation for Board or Executive Chairman services to the Company. The Executive Chairman has refrained from exercising certain warrants that are or have been in the money for most of their term in order to align with the long term interests of the Company. In order to maintain that alignment on March 14, 2017, the warrant was amended to extend the term until February 11, 2022. The warrant issued for 99,619 shares was issued to Amrosan LLC, an entity affiliated with Mr. Seth's family.

Certain warrants were issued to Mr. Seth as part of investment banking and advisory services either prior to and outside of Mr. Seth's role as a Board Member and subsequently Executive Chairman and are not compensation for these latter services to the Company. The Executive Chairman has refrained from exercising certain warrants that are or have been in the money for most of their term in order to align with the long term interests of the Company. In order to maintain that alignment on March 14, 2017 the Company cancelled a Warrant in the amount of 57,212, shares and issued a new warrant with a term until February 11, 2022.

Pursuant to the terms of the company's Amended and Restated 2013 Stock Plan, 2% of the options shall vest each month from the date of grant. In addition, 100,000 options are subject to cancellation based on the obtainment of certain milestones.

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.