

CYTRX CORP  
Form 8-K/A  
February 03, 2014

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

**FORM 8-K/A**  
**(Amendment No. 1)**

**Current Report**  
**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**  
**Date of Report (Earliest Event Reported): January 30, 2014**

**CYTRX CORPORATION**  
**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction of Incorporation)**

**000-15327**  
**(Commission File Number)**

**58-1642740**  
**(I.R.S. Employer Identification No.)**

**11726 San Vicente Boulevard, Suite 650**

**Los Angeles, California**  
**(Address of Principal Executive Offices)**

**90049**  
**(Zip Code)**

**(310) 826-5648**

**(Registrant's Telephone Number, Including Area Code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01 Entry into a Material Definitive Agreement**

On January 31, 2014, CytRx Corporation ( we, us, our or the Company ) reported that it had entered into an underwriting agreement (the Underwriting Agreement ) with Jefferies LLC, as representative of the several underwriters, relating to our public offering of 11,500,000 shares of common stock for total gross proceeds of \$74,750,000 million, which was in error. The correct total gross proceeds will be \$74,750,000.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

CYTRX CORPORATION

Dated: January 31, 2014

By: /s/ Steven A. Kriegsman  
Steven A. Kriegsman  
President and Chief Executive Officer