

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934  
or Section 30(h) of the Investment Company Act of 1940

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Forman Stephen J.			LIXTE BIOTECHNOLOGY HOLDINGS, INC.		<input checked="" type="checkbox"/> Director 10% Owner	
(Last) (First) (Middle)			[ LIXT ]		Officer (give title below) Other (specify below)	
680 E. COLORADO BLVD., SUITE 180			3. Date of Earliest Transaction (Month/Day/Year) 06/30/2024			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line)	
PASADENA CA 91101					<input checked="" type="checkbox"/> Form filed by One Reporting Person	
(City) (State) (Zip)					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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

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 Securities Underlying Derivative Security (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: 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				
Options to Purchase Common Stock	\$2.37	06/30/2024		A		10,000		06/30/2024	06/30/2029	Common	10,000	\$0 <sup>(1)</sup>	10,000	D	
Options to Purchase Common Stock	\$2.37	06/30/2024		A		3,018		06/30/2024	06/30/2029	Common	3,018	\$0 <sup>(2)</sup>	3,018	D	
Options to Purchase Common Stock	\$5.88							06/30/2023	06/30/2028	Common	10,000		10,000	D	
Options to Purchase Common Stock	\$7.45							06/30/2022	06/30/2027	Common	10,000		10,000	D	
Options to Purchase Common Stock	\$30.3							06/30/2021	06/30/2026	Common	10,000		10,000	D	
Options to Purchase Common Stock	\$32.1							01/06/2021	01/06/2026	Common	5,000		5,000	D	
Warrants to Purchase Common Stock	\$57							12/07/2018	12/07/2022	Common	2,105		2,105	I	By Stephen Forman Living Trust
Options to Purchase Common Stock	\$9							10/16/2017	10/16/2022	Common	833		833	D	
Options to Purchase Common Stock	\$66							05/22/2019	05/22/2024	Common	833		833	D	
Warrants to Purchase Common Stock	\$60							12/07/2018	12/07/2022	Common	1,667		1,667	I	By Stephen Forman Living Trust

Explanation of Responses:

1. Effective June 30, 2024, the reporting person was granted stock options to purchase an aggregate of 10,000 shares, vesting on the last day of each subsequent quarter until fully vested (e.g. vesting to start on September 30, 2024).

2. Effective June 30, 2024, the reporting person was granted stock options to purchase an aggregate of 3,018 shares vesting immediately. The grant was in lieu of the quarterly cash compensation due to the reporting person under the Board Compensation Plan.

/s/ Stephen Forman

07/02/2024

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**