Cyclacel Pharmaceuticals, Inc.

Form 3

March 29, 2006

FORM 3

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

OMB APPROVAL

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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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Cyclacel Pharmaceuticals, Inc. [CYCC] **Â** Westwood Robert (Month/Day/Year) 03/27/2006 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 150 JOHN F. KENNEDY (Check all applicable) PARKWAY, SUITE 100 (Street) 6. Individual or Joint/Group 10% Owner Director _X__ Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting V.P., Chem. & Preclin. Dev. Person SHORT HILLS, NJÂ 07078 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) Form: (Instr. 4) (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Â Common Stock, par value \$0.001 per share 0 D 6% Convertible Exchange Pref Stock par 0 Â D \$0.001 per share Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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

 $Table\ II\ -\ Derivative\ Securities\ Beneficially\ Owned\ (\textit{e.g.}, puts, calls, warrants, options, convertible\ securities)$

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and 3. Title and Amount of Expiration Date (Month/Day/Year)

3. Title and Amount of Expiration Date (Month/Day/Year)

4. 5. 6. Nature of Indirect Conversion or Exercise (Instr. 5)

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(Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Direct (D) Security Exercisable Number of or Indirect Shares (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Westwood Robert

150 JOHN F. KENNEDY PARKWAY, SUITE 100 Â Â V.P., Chem. & Preclin. Dev. Â

SHORT HILLS, NJÂ 07078

Signatures

/s/ Paul McBarron, attorney-in-fact 03/27/2006

**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).

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.

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