

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

SCHEDULE 13G  
(Amendment 2)  
Under the Securities Exchange Act of 1934

(Name of Issuer) APTOSE BIOSCIENCES INC.

(Title of Class of Securities) Common Stock

(CUSIP Number) 03835T200

(Date of Event Which Requires Filing of this Statement) December 31, 2018

Check the appropriate box to designate the rule pursuant to which this  
Schedule  
is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

CUSIP No. 03835T200

1. Names of Reporting Persons.

Laurence W. Lytton

2. Check the Appropriate Box if a Member of a Group (See Instructions)

- a) .....  
(b) .....

3. SEC Use Only

4. Citizenship or Place of Organization

USA

5. Sole Voting Power 818,500

6. Shared Voting Power 125,000

7. Sole Dispositive Power 818,500

8. Shared Dispositive Power 125,000

9. Aggregate Amount Beneficially Owned by Each Reporting  
Person

943,500

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares  
(See Instructions) .....

11. Percent of Class Represented by Amount in Row (9)

2.5% (1)

(1) Based on 37,775,766 shares of the Issuers common stock outstanding,  
as set forth in the Issuers Report of Foreign Private Issuer on Form 6-K  
filed with the Securities and Exchange Commission on November 6, 2018.

12. Type of Reporting Person (See Instructions)

IN

Item 1.

(a) Name of Issuer APTOSE BIOSCIENCES INC.

(b) Address of Issuer's Principal Executive Offices

5955 Airport Road, Suite #228  
Mississauga, Ontario  
L4V 1R9 Canada

Item 2.

(a) Name of Person Filing Laurence W. Lytton

(b) Address of Principal Business Office or, if none, Residence

467 CPW  
N.Y., NY 10025

(c) Citizenship USA

(d) Title of Class of Securities Common

(e) CUSIP Number 03835T200

Item 3. not applicable

Item 4. Ownership.

(a) Amount beneficially owned: 943,500 consisting of  
422,500 shares held by the reporting person, 280,000 shares  
held in the KLL Trust, 125,000 shares held in the IKL Trust,  
110,000 held in the WWL Trust, and 6,000 in the L-K Foundation.

(b) Percent of class: 2.5%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote 818,500

(ii) Shared power to vote or to direct the vote 125,000

(iii) Sole power to dispose or to direct the disposition of 818,500

(iv) Shared power to dispose or to direct the disposition of 125,000

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the  
date hereof the reporting person has ceased to be the beneficial  
owner of more than 5 percent of the class of securities, check the  
following (X).

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7. Identification and Classification of the Subsidiary Which  
Acquired the Security Being Reported on By the Parent Holding Company

Not applicable

Item 8. Identification and Classification of Members of the Group

Not applicable

Item 9. Notice of Dissolution of Group

Not applicable

Item 10. Certification

By signing below I certify that, to the best of my knowledge and  
belief, the securities referred to above were not acquired and are not held  
for the purpose of or with the effect of changing or influencing the control  
of the issuer of the securities and were not acquired and are not held  
in connection with or as a participant in any transaction having that  
purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I  
certify that the information set forth in this statement is true, complete  
and correct.

2/13/19 \_\_\_\_\_  
Date

\_\_\_\_\_/ Laurence W. Lytton \_\_\_\_\_

Signature

\_\_\_\_\_/ Laurence W. Lytton \_\_\_\_\_

Name/Title