SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPRO	JVAL
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hours per response:	0.5

1. Name and Address of Reporting Person* COUCHMAN JONATHAN (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol <u>ENZON PHARMACEUTICALS, INC.</u> [ENZN] 3. Date of Earliest Transaction (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Delow) Other (specify below)
600 FIFTH AVENUE			08/24/2020	
2ND FLOOR				
(Street) NEW YORK (City)	NY (State)	10020 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person
(City)	(State)	(<u>Lih)</u>		1

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock, \$0.01 par value ⁽¹⁾								4,717,666	I	By Jonathan Couchman ⁽²⁾
Common Stock, \$0.01 par value ⁽¹⁾								400,000	I	By Couchman Family Fund ⁽³⁾
Common Stock, \$0.01 par value ⁽¹⁾								2,100,524	I	By Xstelos Corp. ⁽⁴⁾
Common Stock, \$0.01 par value ⁽¹⁾								633,264	I	By Myrexis, Inc. ⁽⁵⁾
Common Stock, \$0.01 par value ⁽¹⁾	08/24/2020		s		52,100	D	\$0.1834	1,615,194	I	By Harper Asset Management LLC ⁽⁶⁾
Common Stock, \$0.01 par value ⁽¹⁾	08/25/2020		s		25,000	D	\$0.1913	1,590,194	I	By Harper Asset Management LLC ⁽⁶⁾
Common Stock, \$0.01 par value ⁽¹⁾								0	I	By Michael Pearce ⁽⁷⁾

 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. Transa Code (8)		5. Number of Derivatives Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Date Exercisable and Expiration Date (Month/Day/Year) Securities (Month/Day/Year)		Expiration Date Amount of (Month/Day/Year) Securities Underlying Derivative		Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

1. Name and Address of Reporting $\operatorname{\mathsf{Person}}^*$

COUCHMAN JONATHAN

(Last)	(First)	(Middle)
600 FIFTH AVE	ENUE	
2ND FLOOR		
,		
(Street)		
NEW YORK	NY	10020

P		
(City)	(State)	(Zip)
1. Name and Address (Couchman Fam		
(Last) 600 FIFTH AVEN	(First) UE	(Middle)
2ND FLOOR		
(Street) NEW YORK	NY	10020
(City)	(State)	(Zip)
1. Name and Address of <u>Xstelos Corp.</u>	of Reporting Person [*]	
(Last)	(First)	(Middle)
1105 NORTH MA SUITE 1300	KKEI SIREEI	
(Street) WILMINGTON	DE	19801
(City)	(State)	(Zip)
1. Name and Address of <u>Myrexis, Inc.</u>	of Reporting Person [*]	
(Last) 600 FIFTH AVEN	(First) UE	(Middle)
2ND FLOOR		
(Street) NEW YORK	NY	10020
(City)	(State)	(Zip)
1. Name and Address (<u>Harper Brian Ja</u>		
(Last) 2248 MARINER I	(First) DR.	(Middle)
(Street) LONGMONT	СО	80503
(City)	(State)	(Zip)
1. Name and Address (HARPER ASS)	of Reporting Person [*] ET MANAGEM	ENT LLC
(Last) 2248 MARINER I	(First) DR.	(Middle)
(Street) LONGMONT	СО	80503
(City)	(State)	(Zip)
1. Name and Address of <u>Pearce Michael</u>		
(Last) 193 AUDUBON T	(First) RAIL	(Middle)
(Street) CASHIERS	NC	28717
(City)	(State)	(Zip)

Explanation of Responses:

1. This Form 4 is filed jointly by Jonathan Couchman ("Mr. Couchman"), Couchman Family Fund (the "Foundation"), Xstelos Corp. ("Xstelos") and Myrexis, Inc. ("Myrexis"), Brian Harper, Harper Asset Management, LLC ("HAM"), and Michael Pearce, (collectively, the "Reporting Persons"). Each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that collectively owns more than 10% of the Issuer's outstanding shares of Common Stock (the "Shares"). Each of the Reporting Persons expressly disclaims beneficial ownership of the Shares reported herein except to the extent of his or its pecuniary interest therein, and this report shall not be deemed to be an admission that any Reporting Person is the beneficial owner of such Shares for purposes of Section 16 or for any other purpose.

2. Represents shares owned directly by Mr. Couchman. As the sole trustee of the Foundation, Mr. Couchman may be deemed to beneficially own the Shares owned by the Foundation. As the Chief Executive Officer of Xstelos, Mr. Couchman may be deemed to beneficially own the shares of Common Stock owned by Xstelos. As the Chief Executive Officer of Myrexis, Mr. Couchman may be deemed to beneficially own Shares of Common Stock owned by Myrexis.

3. Represents Shares owned directly by the Foundation. Mr. Couchman is the sole trustee of the Foundation. By virtue of this relationship, Mr. Couchman may be deemed to beneficially own the Shares owned directly by the Foundation, however he has no pecuniary interest in such Shares.

4. Represents Shares owned directly by Xstelos. Mr. Couchman is the controlling shareholder and Chief Executive Officer of Xstelos. By virtue of these relationships, Mr. Couchman may be deemed to beneficially own the Shares owned directly by Xstelos. Mr. Couchman expressly disclaims beneficial ownership of such Shares except to the extent of his pecuniary interest therein.

5. Represents Shares owned directly by Myrexis. Mr. Couchman is Chief Executive Officer of Myrexis. By virtue of this relationship, Mr. Couchman may be deemed to beneficially own the Shares owned directly by Myrexis. Mr. Couchman expressly disclaims beneficial ownership of such Shares except to the extent of his pecuniary interest therein.

6. Represents shares owned directly by HAM. Mr. Harper is the President of HAM. By virtue of this relationship, Mr. Harper may be deemed to beneficially own the Shares owned directly by HAM. Mr. Harper expressly disclaims beneficial ownership of such Shares except to the extent of his pecuniary interest therein.

7. Represents shares owned directly by Michael Pearce. Mr. Pearce expressly disclaims beneficial ownership of such Shares except to the extent of his pecuniary interest therein.

<u>/s/ Jonathan Couchman</u>	08/26/2020
<u>Couchman Family Fund; By:</u> <u>/s/ Jonathan Couchman,</u> <u>Trustee</u>	<u>08/26/2020</u>
<u>Xstelos Corp.; By: /s/</u> <u>Jonathan Couchman, Chief</u> <u>Executive Officer</u>	<u>08/26/2020</u>
<u>Myrexis, Inc.; By: /s/ Jonathan</u> <u>Couchman, Chief Executive</u> <u>Officer</u>	08/26/2020
<u>/s/ Jonathan Couchman,</u> <u>attorney-in-fact for Brian</u> <u>Harper</u>	<u>08/26/2020</u>
<u>Harper Asset Management,</u> <u>LLC; By: /s/ Brian Harper</u>	<u>08/26/2020</u>
<u>/s/ Jonathan Couchman,</u> <u>attorney-in-fact for Michael</u> <u>Pearce</u>	<u>08/26/2020</u>
** Signature of Reporting Person	Date

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

 \ast 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.