| The Securities and Exchar | nge Commission has not necessari | | ormation in this filing a | and has not determined if |
|--|---|--|---------------------------|---|
| Г | it is accura The reader should not assume that | te and complete. the information is a | accurate and complete. | |
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION | | | | OMB APPROVAL |
| Washington, D.C. 20549 FORM D | | | | OMB Number: 3235-0076 Estimated average burden hours per response: 4.00 |
| | Notice of Exempt Offer | ring of Securities | 6 | <u> </u> |
| . Issuer's Identity | | | | |
| CIK (Filer ID Number) | Previous Names No | one | Entity Type | |
| <u>0000872912</u> | DELCATH SYSTEM | S INC | X Corporation | |
| Name of Issuer | | | Limited Partne | rship |
| DELCATH SYSTEMS, INC. | | | Limited Liabilit | y Company |
| Jurisdiction of Incorporation/Or | ganization | | General Partne | |
| DELAWARE | | | Business Trust | • |
| Year of Incorporation/Organiza | tion | | | |
| X Over Five Years Ago | | | Other (Specify | J |
| Within Last Five Years (Sp | ecify Year) | | | |
| Yet to Be Formed | | | | |
| 2. Principal Place of Busines | s and Contact Information | | | |
| Name of Issuer | | | | |
| DELCATH SYSTEMS, INC. | | | | |
| Street Address 1 | Stre | eet Address 2 | | |
| 566 QUEENSBURY AVENUE | | | | |
| City | State/Province/Country ZIP | P/PostalCode | Phone Number of | flssuer |
| QUEENSBURY | NEW YORK 128 | 04 | (518) 743-8892 | |
| 8. Related Persons | | | | |
| Last Name | First Name | Mic | ddle Name | |
| Michel | Gerard | | | |
| Street Address 1 | Street Address 2 | | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | | |
| City | State/Province/Country | ZIF | P/PostalCode | |
| Queensbury | NEW YORK | 128 | 804 | |
| Relationship: X Executive Of | ficer X Director Promoter | | | |
| Clarification of Response (if Ne | cessary): | | | |
| Last Name | First Name | Mic | ddle Name | |
| Aharon | Gilad | | | |
| Street Address 1 | Street Address 2 | | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | | |
| City | State/Province/Country | ZIF | P/PostalCode | |
| Queensbury | NEW YORK | 128 | 304 | |
| Relationship: Executive Off | icer X Director Promoter | | | |
| Clarification of Response (if Ne | cessary): | | | |
| Last Name | First Name | Mic | dle Name | |
| Czerepak | Elizabeth | | | |
| Street Address 1 | Street Address 2 | | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | | |
| City | State/Province/Country | ZIF | P/PostalCode | |
| Queensbury | NEW YORK | 128 | 804 | |
| Relationship: Executive Off | icer X Director Promoter | | | |

Clarification of Response (if Necessary):

| Last Name | First Name | Middle Name | |
|------------------------------------|--------------------------|----------------|--|
| Sylvester | John | R. | |
| Street Address 1 | Street Address 2 | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | |
| City | State/Province/Country | ZIP/PostalCode | |
| Queensbury | NEW YORK | 12804 | |
| Relationship: Executive Office | r X Director Promoter | | |
| Clarification of Response (if Nece | ssary): | | |
| Last Name | First Name | Middle Name | |
| Stoll | Roger | G. | |
| Street Address 1 | Street Address 2 | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | |
| City | State/Province/Country | ZIP/PostalCode | |
| Queensbury | NEW YORK | 12804 | |
| Relationship: Executive Office | r X Director Promoter | | |
| Clarification of Response (if Nece | ssary): | | |
| Last Name | First Name | Middle Name | |
| Salamon | Steven | | |
| Street Address 1 | Street Address 2 | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | |
| City | State/Province/Country | ZIP/PostalCode | |
| Queensbury | NEW YORK | 12804 | |
| Relationship: Executive Office | r X Director Promoter | | |
| Clarification of Response (if Nece | ssary): | | |
| Last Name | First Name | Middle Name | |
| Rook | Martha | | |
| Street Address 1 | Street Address 2 | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | |
| City | State/Province/Country | ZIP/PostalCode | |
| Queensbury | NEW YORK | 12804 | |
| Relationship: X Executive Office | er 🗌 Director 🗌 Promoter | | |
| Clarification of Response (if Nece | ssary): | | |
| Last Name | First Name | Middle Name | |
| Hoffman | David | J. | |
| Street Address 1 | Street Address 2 | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | |
| City | State/Province/Country | ZIP/PostalCode | |
| Queensbury | NEW YORK | 12804 | |
| Relationship: X Executive Office | er 🗌 Director 🗌 Promoter | | |
| Clarification of Response (if Nece | ssary): | | |
| Last Name | First Name | Middle Name | |
| Muir | Kevin | | |
| Street Address 1 | Street Address 2 | | |
| c/o Delcath Systems, Inc. | 566 Queensbury Avenue | | |
| City | State/Province/Country | ZIP/PostalCode | |
| Queensbury | NEW YORK | 12804 | |
| Relationship: X Executive Office | er Director Promoter | | |
| Clarification of Response (if Nece | ssary): | | |

| Clarification of Response (if Necessary): Last Name Pennell Street Address 1 | Vojo Street Address 2 566 Queensbury Avenue State/Province/Country NEW YORK ector Promoter First Name Sandra Street Address 2 | ZIP/PostalCode 12804 Middle Name | |
|--|---|---|--|
| c/o Delcath Systems, Inc. City | 566 Queensbury Avenue State/Province/Country | ZIP/PostalCode | |
| Queensbury | NEW YORK | 12804 | |
| Relationship: X Executive Officer Dire | ector Promoter | | |
| Clarification of Response (if Necessary): | | | |
| 4. Industry Group | | | |
| Agriculture Banking & Financial Services Commercial Banking Insurance Investing Investing Investment Banking Pooled Investment Fund Is the issuer registered as an investment company under the Investment Company under the Investment Company Act of 1940? Yes □ No Other Banking & Financial Services Business Services Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas Other Energy | Health Care X Biotechnology Health Insurance Hospitals & Physicians Pharmaceuticals Other Health Care Manufacturing Real Estate Commercial Construction REITS & Finance Residential Other Real Estate | Retailing Restaurants Technology Computers Telecommunications Other Technology Travel Airlines & Airports Lodging & Conventions Tourism & Travel Services Other Travel Other | |
| S. Issuer Size Revenue Range OR No Revenues \$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$100,000 \$100,000,000 | Aggregate Net Asset Va No Aggregate Net A \$1 - \$5,000,000 \$5,000,001 - \$25,00 \$25,000,001 - \$50,0 \$50,000,001 - \$100, | sset Value 0,000 00,000 | |

Over \$100,000,000

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Over \$100,000,000 X Decline to Disclose Decline to Disclose Not Applicable Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))

Γ Investment Company Act Section 3(c)

—

| Rule 504 (b)(1)(i) | on 3(c)(1) Section 3(c)(9) | | |
|--|--|------------------|--|
| Rule 504 (b)(1)(ii) | on 3(c)(2) Section 3(c)(10) | | |
| Rule 504 (b)(1)(iii) | on 3(c)(3) Section 3(c)(11) | | |
| | on 3(c)(4) Section 3(c)(12) | | |
| | | | |
| | | | |
| | on 3(c)(6) Section 3(c)(14) | | |
| | on 3(c)(7) | | |
| 7. Type of Filing | | | |
| X New Notice Date of First Sale 2024-03-19 First Sale Ye | t to Occur | | |
| Amendment | | | |
| 8. Duration of Offering | | | |
| | | | |
| Does the Issuer intend this offering to last more than one year? | Yes X No | | |
| 9. Type(s) of Securities Offered (select all that apply) | | | |
| X Equity | Pooled Investment Fund Interests | | |
| Debt | Tenant-in-Common Securities | | |
| X Option, Warrant or Other Right to Acquire Another Security | Mineral Property Securities | | |
| Security to be Acquired Upon Exercise of Option, Warrant of | r Other Other (describe) | | |
| Right to Acquire Security | | | |
| 10. Business Combination Transaction | | | |
| Is this offering being made in connection with a business combi merger, acquisition or exchange offer? | nation transaction, such as a Yes X No | | |
| Clarification of Response (if Necessary): | | | |
| 11. Minimum Investment | | | |
| Minimum investment accepted from any outside investor \$0 US | D | | |
| 12. Sales Compensation | | | |
| Recipient | Recipient CRD Number X None | | |
| (Associated) Broker or Dealer X None | (Associated) Broker or Dealer CRD Number X None | | |
| Street Address 1 | Street Address 2 | | |
| City | State/Province/Country ZIP/Postal Co | | |
| State(s) of Solicitation (select all that apply) All States Check "All States" or check individual States | Foreign/non-US | | |
| 13. Offering and Sales Amounts | | | |
| Total Offering Amount \$7,001,113 USD or Indefinite | | | |
| Total Amount Sold \$7,001,113 USD | | | |
| Total Remaining to be Sold \$0 USD or Indefinite | | | |
| | | | |
| Clarification of Response (if Necessary): | | | |
| 14. Investors | | | |
| Select if securities in the offering have been or may be sold enter the number of such non-accredited investors who alree | | | |
| Regardless of whether securities in the offering have been investors, enter the total number of investors who already h | or may be sold to persons who do not qualify as accredited | 17 | |
| 15. Sales Commissions & Finder's Fees Expenses | | | |
| Provide separately the amounts of sales commissions and finde | rs fees expenses if any. If the amount of an expenditure is no | nt known provide | |
| an estimate and check the box next to the amount. | re rece expenses, if any, if the amount of an experiditile is it | | |

Finders' Fees \$0 USD Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

| \$0 USD | Estimate |
|---------|----------|
|---------|----------|

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

| Issuer | Signature | Name of Signer | Title | Date |
|-----------------------|-------------------|----------------|--|------------|
| DELCATH SYSTEMS, INC. | /s/ David Hoffman | David Hoffman | General Counsel, Chief Compliance Officer, Secretary | 2024-03-26 |

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D. States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.