UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)*
Xenetic Biosciences, Inc.
(Name of Issuer)
Common Stock, \$.0001 par value
(Title of Class of Securities)
984015503
(CUSIP Number)
July 17, 2019
(Date of Event Which Requires Filing of this Statement)
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)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	NAME OF R	EPORT	ING PERSONS			
	Altium Capit	Altium Capital Management, LP				
	LR S IDENT	TIFICAT	TION NO. OF ABOVE PERSONS			
			EIN: 82-2066653			
2	CHECK THE	APPRO	DPRIATE BOX IF A MEMBER OF A GROUP	(a) 🗆		
				(b) ⊠		
3	SEC USE ON	LY				
4			LACE OF ORGANIZATION			
	Delaware, Ur	nited Sta	ttes of America			
		5	SOLE VOTING			
	BER OF		O CALL DED MOTERIA DOMESTIC			
	ARES	6	SHARED VOTING POWER 260.000 shares of Common Stock			
	ICIALLY IED BY	0	260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *			
	ACH	7	SOLE DISPOSITIVE POWER			
	ORTING	/	0			
	RSON ITH:	8	SHARED DISPOSITIVE POWER			
	WIIII.		260,000 shares of Common Stock 260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *			
9	AGGREGAT	E AMC	DUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	260,000 share					
	260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES					
11	1 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9					
	9.8% (See Ite	9.8% (See Item 4) *				
12		EPORTI	NG PERSON			
	IA					

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CUSIP No.	984015503	Page 3 of	
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1	NAME OF R Altium Grow			
		FIFICATION NO. OF ABOVE PERSONS DNLY) EIN: 82-2105101		
2	CHECK THE	APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠	
3	SEC USE ON	ILY		
4	-	IP OR PLACE OF ORGANIZATION nited States of America		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		5 SOLE VOTING 0		
		SHARED VOTING POWER 6 260,000 shares of Common Stock 260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *		
		7 SOLE DISPOSITIVE POWER 0		
		SHARED DISPOSITIVE POWER 260,000 shares of Common Stock 260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *		
9	260,000 share	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 260,000 shares of Common Stock 260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *		
10	СНЕСК ВОХ	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES		
11		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.8% (See Item 4) *		
12	TYPE OF RI	TYPE OF REPORTING PERSON PN		

CUSIP No.	984015503	Page 4 of 7
1	NAME OF REPORTING PERSONS Altium Growth GP, LLC I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) EIN: 82-2086430	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) □ (b) ⊠
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware, United States of America	

SOLE VOTING

SHARED VOTING POWER

5

NUMBER OF

SHARES

PN

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:		6	260,000 shares of Common Stock 260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *	
		7	SOLE DISPOSITIVE POWER 0	
		8	SHARED DISPOSITIVE POWER 260,000 shares of Common Stock 260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *	
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 260,000 shares of Common Stock 260,000 shares of Common Stock issuable upon exercise of Warrants (See Item 4) *			
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 9 EXCLUDES CERTAIN SHARES			
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.8% (See Item 4) *			
12	TYPE OF REPORTING PERSON			

CUSIP No.	984015503							
Item 1(a).	Nam	e of Issuer:	Xenetic Biosciences, Inc. (the "Issuer")					
Item 1(b).	Add	ress of Issuer's Principal Executive Offices:	40 Speen Street, Suite 102 Framingham, MA 01701					
	This Altiu inves partr	am Growth Fund, LP is the record and direct beneficial own stment adviser of, and may be deemed to beneficially own her of, and may be deemed to beneficially own securities or						
Item 2(a).	Each reporting person declares that neither the filing of this statement nor anything herein shall be construed as an admission that such person the purposes of Section 13(d) or 13(g) of the Act or any other purpose, the beneficial owner of any securities covered by this statement.							
	13(d admi toget secur	of 13(g) of the Act. Each of the reporting persons declare ission that such person is, for the purposes of Section 13(d) ther with any other person) as a partnership, limited partner	of a group with respect to the Issuer or securities of the Issuer for the purposes of Section is that neither the filing of this statement nor anything herein shall be construed as an or 13(g) of the Act or any other purpose, (i) acting (or has agreed or is agreeing to act riship, syndicate, or other group for the purpose of acquiring, holding, or disposing of any securities of the Issuer or (ii) a member of any group with respect to the Issuer or					
Item 2(b).		ress of Principal Business Office or, if None, Residence: address of the principal business office of each of the report	ting persons is 551 Fifth Ave, FL 19 New York, NY 10176					
Item 2(c).		zenship: (tem 4 on the cover page(s) hereto.						
Item 2(d).		of Class of Securities: mon Stock						
Item 2(e).	CUS	SIP Number: 984015503						
Item 3.	If This Statement is Filed Pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), Check Whether the Person Filing is a:							
	(a)	Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).					
	(b) 🗆	Bank as defined in Section 3(a)(6) of the Act (15 U.S.C.	78c).					
	(c) 🗆	Insurance company as defined in Section 3(a)(19) of the	Act (15 U.S.C. 78c).					
	(d) 🗆	Investment company registered under Section 8 of the In	evestment Company Act of 1940 (15 U.S.C. 80a-8).					
	(e) 🗆	An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);					

CUSIP No.	984015503				
	(f)		An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);		
(g)			A parent holding company or control person in accordance with §240.13d-1(b)(ii)(G);		
	(h)		A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);		
(i)			A church plan that is excluded from the definition of an investment company under Section $3(c)(14)$ of the Investment Company Act (15 U 80a-3);	.S.C.	
	(j)		Group, in accordance with §240.13d-1(b)(1)(ii)(J).		
Item 4.	Owne	rship.			

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

The information as of the date of the event which requires filing of this statement required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover page for each Reporting Person hereto and is incorporated herein by reference for each such Reporting Person. The percentage set forth in Row 11 of the cover page for each Reporting Person is based on 2,652,227 shares of Common Stock issued and outstanding as of July 17, 2019, as represented in the Company's Current Form 424B5 filed with the Securities and Exchange Commission on July 19, 2019, and does not assume the exercise of the Company's reported warrants (the "Reported Warrants") and, subject to the Blockers (as defined below)

Pursuant to the terms of the Reported Warrants, the Reporting Persons cannot exercise the Reported Warrants to the extent the Reporting Persons would beneficially own, after any such exercise, more than 4.99% of the outstanding shares of Common Stock (the "Blocker").

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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 five percent of the class of securities, check the following \(\square\)

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

Not applicable

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

Not applicable

Identification and Classification of Members of the Group. Item 8.

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, other than activities solely in connection with a nomination under § 240.14a-11.

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.

Dated: July 25, 2019

Altium Capital Management, LP

/s/ Jacob Gottlieb By: Name: Jacob Gottlieb

CEO Title:

Altium Growth Fund, LP

By: Altium Growth GP, LLC Its: General Partner

Signature: /s/ Jacob Gottlieb Name: Jacob Gottlieb

Title:

Altium Growth GP, LLC

By: /s/ Jacob Gottlieb Name: Jacob Gottlieb

Title: CEO