

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment 3)

(Name of Issuer) TRACON Pharmaceuticals, Inc.
(Title of Class of Securities) Common Stock
(CUSIP Number) 89237H100
(Date of Event Which Requires Filing of this Statement) April 25, 2019

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. 89237H100

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 1,484,928 (1)

6. Shared Voting Power 6,000

7. Sole Dispositive Power 1,484,928 (1)

8. Shared Dispositive Power 6,000

9. Aggregate Amount Beneficially Owned by Each Reporting Person
1,490,928 (1)

(1) Includes 707,964 shares of Common Stock underlying certain warrants with an exercise price of \$2.70 expiring March 23, 2024.

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

11. Percent of Class Represented by Amount in Row (9)
4.99% (2)

(2) Based on 29,898,698 shares outstanding as of April 18, 2019, as reported in the April 25, 2019 Schedule 14A.

12. Type of Reporting Person (See Instructions)

IN

Item 1.

(a) Name of Issuer TRACON Pharmaceuticals, Inc.

(b) Address of Issuer's Principal Executive Offices

8910 University Center Lane, Suite 700
San Diego, California 92122

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 89237H100

Item 3. not applicable

Item 4. Ownership.

(a) Amount beneficially owned: 1,490,928 shares consisting of 688,964 shares held by the reporting person, 707,964 (1) warrants held by the reporting person, 88,000 shares held in the Lytton-Kambara Foundation, and 6,000 shares held in other related accounts.

(b) Percent of class: 4.99% (2)

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

(i) Sole power to vote or to direct the vote 1,484,928 (1).

(ii) Shared power to vote or to direct the vote 6,000.

(iii) Sole power to dispose or to direct the disposition of 1,484,928 (1).

(iv) Shared power to dispose or to direct the disposition of 6,000.

(1) Includes 707,964 shares of Common Stock underlying certain warrants with an exercise price of \$2.70 expiring March 23, 2024.

(2) Based on 29,898,698 shares outstanding as of April 18, 2019, as reported in the April 25, 2019 Schedule 14A.

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

04/25/19

Date

s/ Laurence W. Lytton

Signature

Laurence W. Lytton

Name/Title