FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

	OMB Number:	3235-0287
	Estimated average burden	ı
ı	hours per response:	0.5

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

# 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

1. Name and Address of Reporting Person*						2. Issuer Name <b>and</b> Ticker or Trading Symbol Neoleukin Therapeutics, Inc. [ NLTX ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>DRACHMAN JONATHAN G</u>														Director			10% Ow	ner	
(Last) (First) (Middle)															ive title		Other (sp below)	ecify	
(Last)	•		3. Date of Earliest Transaction (Month/Day/Year)									below) below) See Remarks							
C/O NEOLEUKIN THERAPEUTICS, INC.						08/31/2019													
401 TERRY AVENUE NORTH																			
(Street)						If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
SEATTLE WA 98109					,								X Form filed by One Reporting Person						
												Form filed by More than One Reporting Person							
(City)	(S	itate)	(Zip)																
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of 9	Security (Inst			Transac		2A. Deem		3.		<del>.                                      </del>	ities Acqui			5. Amount	of	6. Owr	nership 7	. Nature of	
Date					Day/Year) Execution Date, if any (Month/Day/Yea		Execution Date,		, Transaction Disposed		d Of (D) (Instr. 3, 4 and		4 and 5)	and 5) Securities Beneficially Owned Following Reported			Direct Ir	Indirect Beneficial Ownership (Instr. 4)	
							ay/Yea	ar) 8)					(I) (Ins			str. 4) O			
							Code	.   v	Amount	Amount (A) or P		Price	Transactio	ion(s)		'			
			Toble II De		ve Securities Acquired, Disposed of, or Beneficially Own									1,	,				
										converti				wnea					
1. Title of	4.	5. Number of			6. Date Exercisable and 7. Title and Amou					8. Price of	9. Number of		10.	11. Nature					
Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	r, Transaction Code (Instr.		tion Derivative					Securities Underlying Derivative Security			Derivative Security	derivative Securities		Form: B Direct (D) O	of Indirect Beneficial	
(Instr. 3)								(Instr. 3 and 4)				,	(Instr. 5)		ally	Ownership (Instr. 4)			
	Security														Owned Following Reported		(I) (Instr. 4)	(111541.4)	
					v	(A)	(D)	Date Exercisable		Expiration Date		Amo	unt or	nt or		ion(s)	)		
				Code							Title		nber of		(Instr. 4)				
Stock						-													
Option (Right to	\$2.8	08/31/2019		Α		1,650,000		(1)		08/31/2029	Common Stock	1,65	50,000	\$0.00	1,650,	000	D		
Buy)				1			ı											I	

### **Explanation of Responses:**

1. The options will vest as to 25% of the total shares on August 31, 2020, and then 2.0833% of the total shares will vest monthly thereafter, such that the option is fully vested on August 31, 2023, subject to the Reporting Person's provision of service to the issuer on each vesting date.

# Remarks:

President and Chief Executive Officer

/s/ Kamran Alam, Attorney-infact for Jonathan G. Drachman

09/04/2019

\*\* Signature of Reporting Person

Date

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

- \* 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.