

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

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934 (Amendment No. __)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to Rule 14a-12

Neoleukin Therapeutics, Inc.
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required
- Fee paid previously with preliminary materials
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11

Your **Vote** Counts!

NEOLEUKIN THERAPEUTICS, INC.

2023 Annual Meeting

Vote by June 07, 2023

11:59 PM ET

NEOLEUKIN THERAPEUTICS, INC.
C/O: PROXY SERVICES
P.O. BOX 9142
FARMINGDALE, NY 11735



You invested in NEOLEUKIN THERAPEUTICS, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 08, 2023.**

Get informed before you vote

View the Notice & Proxy Statement, Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 25, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit www.ProxyVote.com, (2) call 1-800-579-1639 or (3) send an email to sendmaterial@proxyvote.com. If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit www.ProxyVote.com

Control #

Smartphone users

Point your camera here and
vote without entering a
control number



Vote Virtually at the Meeting*

June 08, 2023

1:30 PM LST

Virtually at:

www.virtualshareholdermeeting.com/NLTX2023

*Please check the meeting materials for any special requirements for meeting attendance.

THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors Nominees: 01) M. Cantey Boyd 02) Rohan Palekar 03) Todd S. Simpson	✔ For
2. To approve, at the discretion of the Company's Board of Directors, an amendment to the Amended and Restated Certificate of Incorporation to effect a reverse stock split at a ratio of not less than 1-for-2 and not more than 1-for-5, with the exact ratio to be set within the range at the discretion of the Board prior to the one-year anniversary of the Annual Meeting, and a corresponding reduction in the number of authorized shares of common stock.	✔ For
3. To approve an amendment to the Company's Amended and Restated Certificate of Incorporation to permit the exculpation of officers from personal liability for certain breaches of the duty of care.	✔ For
4. To ratify the appointment of Deloitte & Touche LLP as the independent registered public accounting firm of the Company for its fiscal year ending December 31, 2023.	✔ For
5. To approve, by a non-binding advisory vote, the compensation paid by the Company to its named executive officers for 2022.	✔ For

NOTE: In their discretion, the proxies are authorized to vote upon such business as may properly come before the meeting.

