

McDonough Edward P.
Form 4
November 13, 2018

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
McDonough Edward P.

2. Issuer Name and Ticker or Trading Symbol
ProtoKinetix, Inc. [PKTX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1226 WASHINGTON AVENUE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

PARKERSBURG, WV 26101
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount	(D)	Price

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

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 control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying (Instr. 3 and 4)
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Derivative Security	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Option	\$ 0.09	11/09/2018	A	1,000,000	(1)	11/08/2023	Common Stock
Stock Option	\$ 0.1	06/30/2017	J(2)	1,000,000	12/31/2015	06/30/2017	Common Stock
Stock Option	\$ 0.06				(3)	08/31/2021	Common Stock
Stock Option	\$ 0.05				(4)	12/31/2020	Common Stock
Stock Option	\$ 0.08				(5)	12/31/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McDonough Edward P. 1226 WASHINGTON AVENUE PARKERSBURG, WV 26101	X			

Signatures

/s/ Edward P.
McDonough

11/12/2018

**Signature of Reporting
Person

Date

Explanation of Responses:

* 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).

- (1) Options issued pursuant to the Company's Amended 2017 Stock Option and Stock Bonus Plan. 250,000 shares of common stock vest on March 31, 2019; thereafter 250,000 shares vest every three months.
- (2) Expiration of options with no value received.
- (3) Options issued pursuant to the Company's 2017 Stock Option and Stock Bonus Plan. 250,000 shares of common stock vested on December 31, 2017; thereafter 250,000 shares vested every three months.
- (4) Options issued pursuant to the Company's 2017 Stock Option and Stock Bonus Plan. 250,000 shares of common stock vested on March 31, 2017; thereafter 250,000 shares vested every three months.
- (5) Options issued pursuant to the Company's 2015 Stock Option and Stock Bonus Plan. 250,000 shares of common stock vested on March 31, 2016; thereafter 250,000 shares vested every three months.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.