

SMITH CLARENCE EDWARD

Form 4

April 12, 2019

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SMITH CLARENCE EDWARD

(Last) (First) (Middle)

1845 COUNTRY ROAD #214

(Street)

ST. AUGUSTINE, FL 32084

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

ProtoKinetix, Inc. [PKTX]

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

03/05/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

President & CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock ⁽¹⁾	04/01/2019		P	2,000,000	A \$ 0.05 61,353,833	D	
Common Stock	03/05/2019		P	50,000	A \$ 0.075 5,071,025	I	See footnote (2)
Common Stock	03/22/2019		P	34,700	A \$ 0.06 5,105,725	I	See footnote (2)
Common Stock	03/26/2019		P	5,300	A \$ 0.053 5,111,025	I	See footnote (2)

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Common Stock	03/26/2019	P	15,000	A	\$ 0.069	5,126,025	I	See footnote (2)
Common Stock	03/26/2019	P	20,000	A	\$ 0.06	5,146,025	I	See footnote (2)
Common Stock	03/27/2019	P	15,000	A	\$ 0.07	5,161,025	I	See footnote (2)
Common Stock	03/28/2019	P	18,700	A	\$ 0.07	5,179,725	I	See footnote (2)
Common Stock	03/28/2019	P	100,000	A	\$ 0.075	5,279,725	I	See footnote (2)
Common Stock	03/29/2019	P	60,000	A	\$ 0.075	5,339,725	I	See footnote (2)
Common Stock	04/01/2019	P	21,300	A	\$ 0.07	5,361,025	I	See footnote (2)
Common Stock	04/01/2019	P	50,000	A	\$ 0.077	5,411,025	I	See footnote (2)
Common Stock	04/02/2019	P	12,000	A	\$ 0.072	5,423,025	I	See footnote (2)
Common Stock	04/02/2019	P	20,000	A	\$ 0.074	5,443,025	I	See footnote (2)
Common Stock	04/03/2019	P	10,000	A	\$ 0.08	5,453,025	I	See footnote (2)
Common Stock	04/04/2019	P	10,000	A	\$ 0.08	5,463,025	I	See footnote (2)
Common Stock	04/05/2019	P	60,000	A	\$ 0.06	5,523,025	I	See footnote (2)
Common Stock	04/08/2019	P	146,667	A	\$ 0.06	5,669,692	I	See footnote (2)
Common Stock	04/09/2019	P	10,000	A	\$ 0.069	5,679,692	I	See footnote

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								(2)
Common Stock	04/09/2019	P	152,000	A	\$ 0.07	5,831,692	I	See footnote (2)
Common Stock	04/10/2019	P	94,242	A	\$ 0.07	5,925,934	I	See footnote (2)
Common Stock	04/10/2019	P	66,667	A	\$ 0.069	5,992,601	I	See footnote (2)
Common Stock	04/11/2019	P	9,000	A	\$ 0.064	6,001,601	I	See footnote (2)
Common Stock	04/11/2019	P	19,000	A	\$ 0.067	6,020,601	I	See footnote (2)
Common Stock	04/15/2019	P	10,000	A	\$ 0.063	6,030,601	I	See footnote (2)
Common Stock	04/15/2019	P	5,000	A	\$ 0.066	6,035,601	I	See footnote (2)
Common Stock	04/15/2019	P	38,000	A	\$ 0.07	6,073,601	I	See footnote (2)
Common Stock						1,850,000	I	See footnote (3)

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

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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 Derivative Security	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. I
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(Instr. 3,
4, and 5)

					Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 0.09	Code	V	(A)	(D)	<u>(4)</u>	11/08/2023	Common Stock	5,000,000
Stock Option	\$ 0.06					<u>(5)</u>	08/31/2021	Common Stock	5,000,000
Stock Option	\$ 0.05					<u>(6)</u>	12/31/2020	Common Stock	5,000,000
Stock Option	\$ 0.08					<u>(7)</u>	12/31/2019	Common Stock	5,000,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH CLARENCE EDWARD 1845 COUNTRY ROAD #214 ST. AUGUSTINE, FL 32084	X	X	President & CEO	

Signatures

/s/ Clarence E.
Smith

04/11/2019

**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) Shares purchased by Mr. Smith from the Company in a private placement.
- (2) Shares held by the Clarence E. Smith Trust and purchased on the open market.
- (3) Shares held by Mr. Smith's retirement account.
- (4) Options granted pursuant to Amended 2017 Stock Option and Stock Bonus Plan. On March 31, 2019, 1,250,000 shares vest; thereafter 1,250,000 shares vest each quarter.
- (5) Options granted pursuant to 2017 Stock Option and Stock Bonus Plan. On December 31, 2017, 1,250,000 shares vested; thereafter 1,250,000 shares vested each quarter.
- (6) Options granted pursuant to 2017 Stock Option and Stock Bonus Plan. On March 31, 2017, 1,250,000 shares vested; thereafter 1,250,000 shares vested each quarter.
- (7) Options granted pursuant to 2015 Stock Option and Stock Bonus Plan. On March 31, 2016, 1,250,000 shares vested; thereafter 1,250,000 shares vested each quarter.

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