

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

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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 &amp; 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock <sup>(1)</sup>        | 04/01/2019                              |                                                             | P                                    | 2,000,000                                                               | A \$ 0.05                                                                                                          | 61,353,833                                                              | D                                                                 |
| Common<br>Stock                       | 03/05/2019                              |                                                             | P                                    | 50,000                                                                  | A \$<br>0.075                                                                                                      | 5,071,025                                                               | I                                                                 |
| Common<br>Stock                       | 03/22/2019                              |                                                             | P                                    | 34,700                                                                  | A \$ 0.06                                                                                                          | 5,105,725                                                               | I                                                                 |
| Common<br>Stock                       | 03/26/2019                              |                                                             | P                                    | 5,300                                                                   | A \$<br>0.053                                                                                                      | 5,111,025                                                               | I                                                                 |

See  
footnote  
(2)

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

## Reporting Owners

| Reporting Owner Name / Address                                             | Relationships |           |                 |       |
|----------------------------------------------------------------------------|---------------|-----------|-----------------|-------|
|                                                                            | Director      | 10% Owner | Officer         | Other |
| SMITH CLARENCE EDWARD<br>1845 COUNTRY ROAD #214<br>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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