

ProtoKinetix, Inc.
Form SC 13G/A
February 20, 2019

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

ProtoKinetix, Incorporated
(Name of Issuer)

Common Stock, \$0.0000053 par value per share
(Title of Class Securities)

743722100
(CUSIP NUMBER)

December 31, 2018
(Date of Event Which Requires Filing of This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

*The remainder of this cover page shall be filled out for reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP NO. 743722100

NAMES OF REPORTING PERSONS

1

Lachlan Grant Young

CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF
ORGANIZATION

4

Canada

SOLE VOTING POWER

5

32,850,000

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH

SHARED VOTING POWER

6

0

SOLE DISPOSITIVE POWER

7

32,850,000

SHARED DISPOSITIVE POWER

8

0

AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON

9

32,850,000

CHECK IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES (SEE
INSTRUCTIONS)

10

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

11.5%

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IN

2

This Amendment No. 3 to Schedule 13G, dated February 19, 2019 (this "Amendment No. 3"), is being filed by the undersigned to amend the Schedule 13G originally filed on April 22, 2016 (the "Original 13G") and Amendment No. 1 to Schedule 13G filed on January 5, 2017, and Amendment No. 2 to Schedule 13G filed on January 22, 2018. This Amendment No. 3 relates to the common stock, \$0.0000053 par value, of ProtoKinetix, Incorporated ("ProtoKinetix"). This Amendment No. 3 is being filed by Mr. Young to report an increase in his beneficial ownership of common stock of ProtoKinetix due to the grant and vesting of options. Except as set forth herein, the Original 13G is unmodified.

Item 1

(a) Name of Issuer: **ProtoKinetix, Incorporated**
(b) Address of Issuer's Principal Executive Offices: 412 Mulberry Street
Marietta, OH 45750

Item 2

(a) Name of Person Filing: Lachlan Grant Young
6438 Rosebery Ave
(b) Address of Principal Business Office: West Vancouver, BC V7W 2C6
Canada
(c) Citizenship: Mr. Young is a citizen of Canada
(d) Title of Class of Securities: **Common Stock, \$0.0000053 par value per share**
(e) CUSIP Number: **743722100**

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Not applicable.

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned 32,850,000
(b) Percent of class: **11.5%**
(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote	32,850,000 ¹
(ii) Shared power to vote or to direct the vote	0
(iii) Sole power to dispose or to direct the disposition of	32,850,000
(iv) Shared power to dispose or to direct the disposition of	0

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable

¹ Includes 6,850,000 shares of common stock held by Mr. Young; vested warrants held by Mr. Young exercisable into 6,000,000 shares of common stock; and vested options held by Mr. Young exercisable into 20,000,000 shares of common stock.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

Not Applicable

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

4

Item 10. Certifications

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 19,
2019

/s/ Lachlan Grant
Young
Lachlan Grant Young