FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB AF	PROVAL

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## 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CAVANAUGH JAMES H</u>						2. Issuer Name and Ticker or Trading Symbol LEAP THERAPEUTICS, INC. [ LPTX ]								Relationship leck all appli X Directo	cable) or	g Perso	10% Ow	ner
	AP THERA	rst) (PEUTICS, INC.		3. Date of Earliest Transaction (Month/Day/Year) 02/09/2021								Officer below)	r (give title )		Other (s below)	pecify		
47 THORNDIKE STREET SUITE B1-1  (Street)  CAMBRIDGE MA 02141				4. 11	4. If Amendment, Date of Original Filed (Month/Day/Year)							Line	ndividual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(Si		(Zip)															
					action Day/Ye	ction 2A. Deemed Execution Date,			Transa Code 8) Code	v	4. Secur Dispose 5) Amount	ities Acquird Of (D) (Ins	ed (A) or str. 3, 4 and	5. Amou Securiti Benefici Owned I Reporte Transac (Instr. 3	5. Amount of Securities Beneficially (I) Owned Following Reported Transaction(s) (Instr. 3 and 4)		Direct Condinect Extr. 4)	7. Nature of Indirect Beneficial Dwnership Instr. 4)
1. Title of Derivative Security  2. Conversion Otate (Month/Day/Year) Conversion or Exercise Price of Derivative Security  3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year)			d Date,	4. Transa Code ( 8)	ction	5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	nber tive ties red sed	6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported Transactio (Instr. 4)	Ownershi Form: Direct (D) or Indirec (I) (Instr. 4	Ownership Form:	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisal		xpiration ate	Title	Amount or Number of Shares					
Warrant (Right to Buy)	\$1.95	02/09/2021			J <sup>(1)</sup>		1,154		02/05/202	.9 0:	2/05/2026	Common Stock, \$0.001 par value per share	1,154	(2)	1,154		I <sup>(1)</sup>	See Footnote

## **Explanation of Responses:**

1. These warrants to purchase common stock were acquired by the reporting person in connection with a transfer (the "Transfer"), for no consideration, of warrants to purchase common stock by HealthCare Ventures IX, L.P. ("HCVIX") to the limited partners of HCVIX, including the reporting person, on a pro rata basis. The term of HCVIX expired on December 31, 2020, at which time HCVIX entered into liquidation. The process of liquidating HCVIX, including the distribution of marketable securities, has commenced in 2021, and HealthCare Partners IX, L.P., the General Partner of HCVIX, as liquidator, will use its best efforts to complete the orderly liquidation of HCVIX.

2. The warrants were acquired in connection with the purchase of an equal number of shares of common stock by HCVIX on February 5, 2019 for \$1.75 per share. Each such purchased share of common stock was issued with a warrant to purchase one share of common stock. HCVIX will continue to hold 4,144,804 shares of common stock following the Transfer.

/s/ Douglas E. Onsi, as attorney-in-fact for James

02/11/2021

<u>Cavanaugh</u>

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.