

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden	hours per response:
	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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>HealthCare Ventures IX, L.P.</u>  (Last) (First) (Middle) <u>C/O LEAP THERAPEUTICS, INC.</u> <u>47 THORNDIKE STREET SUITE B1-1</u>  (Street) <u>CAMBRIDGE MA 02141</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>LEAP THERAPEUTICS, INC. [ LPTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/14/2017</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/14/2017		P		1,057,769	A	\$6.085	3,573,376	D <sup>(1)</sup>	

**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) (Instr. 3, 4 and 5)		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 of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Warrant (Right to Buy)	\$6.085	11/14/2017		P		1,057,769		11/14/2017	11/14/2024	Common Stock, \$0.001 par value per share		1,057,769	D <sup>(1)</sup>	

1. Name and Address of Reporting Person\*  
HealthCare Ventures IX, L.P.  
 (Last) (First) (Middle)  
C/O LEAP THERAPEUTICS, INC.  
47 THORNDIKE STREET SUITE B1-1  
 (Street)  
CAMBRIDGE MA 02141  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Healthcare Partners IX, L.P.  
 (Last) (First) (Middle)  
C/O LEAP THERAPEUTICS, INC.  
47 THORNDIKE STREET SUITE B1-1  
 (Street)  
CAMBRIDGE MA 02141  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Healthcare Partners IX, LLC  
 (Last) (First) (Middle)  
C/O LEAP THERAPEUTICS, INC.  
47 THORNDIKE STREET SUITE B1-1  
 (Street)  
 (City) (State) (Zip)

(Street)	CAMBRIDGE	MA	02141
(City)		(State)	(Zip)

**Explanation of Responses:**

1. The shares are owned directly by HealthCare Ventures IX, L.P. Christopher K. Mirabelli, Douglas E. Onsi and Augustine Lawlor (collectively, the "HCPIX Directors") are the Managing Directors of HealthCare Partners IX, LLC ("HCPIX LLC"), which is the General Partner of HealthCare Partners IX, L.P. ("HCPIX"), which is the General Partner of HealthCare Ventures IX, L.P. Each of the HCPIX Directors, HCPIX LLC and HCPIX indirectly beneficially own and share voting and dispositive power with respect to all of the securities owned by HealthCare Ventures IX, L.P. and each disclaims beneficial ownership of these shares except to the extent of his or its proportionate pecuniary interest in these securities.

2. The reported securities were included with the 1,057,759 shares of common stock purchased by the reporting persons for \$6.085 per share. Each such purchased share of common stock was issued with a warrant to purchase one share of common stock.

/s/ Jeffrey Steinberg as  
Administrative Officer of  
HealthCare Partners IX, LLC,  
General Partner of HealthCare     11/16/2017  
Partners IX, L.P., General  
Partner of HealthCare Ventures  
IX, L.P.

/s/ Jeffrey Steinberg as  
Administrative Officer of  
HealthCare Partners IX, LLC,     11/16/2017  
General Partner of HealthCare  
Partners IX, L.P.

/s/ Jeffrey Steinberg as  
Administrative Officer of     11/16/2017  
HealthCare Partners IX, LLC

\*\* Signature of Reporting Person     Date

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

\* 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.**