

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>Cormack Scott Daniel</b>		2. Issuer Name and Ticker or Trading Symbol <b>ACHIEVE LIFE SCIENCES, INC. [ACHV]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) <b>19820 NORTH CREEK PARKWAY, SUITE 201</b>		3. Date of Earliest Transaction (Month/Day/Year) <b>08/01/2017</b>			
(Street) <b>BOTHELL, WA 98011</b>		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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	08/01/2017		M		3,125 (1)	A	\$ 0	16,302	D	
Common Stock	08/01/2017		M		1,590 (1)	A	\$ 0	9,685	I	By Spouse

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

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**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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit (RSU)	(2)	08/01/2017		M		568	(3)	04/13/2018	Common Stock	568 (4)	\$ 0	0	D	
Restricted Stock Unit (RSU)	(2)	08/01/2017		M		1,705	(3)	06/18/2019	Common Stock	1,705 (4)	\$ 0	0	D	
Restricted Stock Unit (RSU)	(2)	08/01/2017		M		852	(3)	06/12/2018	Common Stock	852 (4)	\$ 0	0	D	
Restricted Stock Unit (RSU)	(2)	08/01/2017		M		284	(5)	04/13/2018	Common Stock	284 (4)	\$ 0	0	I	By Spouse
Restricted Stock Unit (RSU)	(2)	08/01/2017		M		852	(5)	06/18/2019	Common Stock	852 (4)	\$ 0	0	I	By Spouse
Restricted Stock Unit (RSU)	(2)	08/01/2017		M		454	(5)	06/12/2018	Common Stock	454 (4)	\$ 0	0	I	By Spouse

Stock Option (right to buy)	\$ 4.57	08/01/2017		A		11,000		08/01/2018	08/01/2027	Common Stock	11,000	\$ 0	11,000	D	
Stock Option (right to buy)	\$ 245.08 (4)							(3)	12/31/2019	Common Stock	2,272 (4)		2,272	D	
Stock Option (right to buy)	\$ 175.67 (4)							(3)	12/14/2020	Common Stock	3,636 (4)		3,636	D	
Stock Option (right to buy)	\$ 143 (4)							(3)	05/08/2022	Common Stock	3,409 (4)		3,409	D	
Stock Option (right to buy)	\$ 131.45 (4)							(3)	03/12/2023	Common Stock	3,409 (4)		3,409	D	
Stock Option (right to buy)	\$ 129.69 (4)							(3)	03/14/2024	Common Stock	4,545 (4)		4,545	D	
Stock Option (right to buy)	\$ 20.46 (4)							(3)	05/19/2025	Common Stock	6,818 (4)		6,818	D	
Stock Option (right to buy)	\$ 156.2 (4)							(5)	06/08/2020	Common Stock	318 (4)		318	I	By Spouse
Stock Option (right to buy)	\$ 185.13 (4)							(5)	01/03/2021	Common Stock	3,181 (4)		3,181	I	By Spouse
Stock Option (right to buy)	\$ 143 (4)							(5)	05/08/2022	Common Stock	1,363 (4)		1,363	I	By Spouse
Stock Option (right to buy)	\$ 131.45 (4)							(5)	03/12/2023	Common Stock	1,818 (4)		1,818	I	By Spouse
Stock Option (right to buy)	\$ 129.69 (4)							(4)	03/14/2024	Common Stock	2,272 (4)		2,272	I	By Spouse
Stock Option (right to buy)	\$ 20.46 (4)							(5)	05/19/2015	Common Stock	3,409 (4)		3,409	I	By Spouse

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cormack Scott Daniel 19820 NORTH CREEK PARKWAY SUITE 201 BOTHELL, WA 98011	X			

## Signatures

Sandra Thomson as attorney-in-fact for Scott Cormack		08/03/2017
**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).

Represents shares of common stock acquired upon settlement of the restricted stock units ("RSUs") listed in Table II. On August 1, 2017, the effective date of the merger between OncoGenex

- (1) Pharmaceuticals, Inc. and Achieve Life Science, Inc. (the "Merger"), the closing price of Achieve Life Sciences, Inc.'s common stock was \$4.576 per share, representing a closing price of \$0.416 per share of Oncogenex common stock as adjusted to reflect an 11-to-1 reverse stock split effected on August 1, 2017 (the "Reverse Stock Split").
- (2) Each RSU represents a contingent right to receive one share of the issuer's common stock at settlement.
- (3) Pursuant to the terms of the reporting holder's employment agreement, the RSUs immediately vested in full on August 1, 2017, in connection with the consummation of the Merger.
- (4) Reflects the Reverse Stock Split.
- (5) Pursuant to the terms of the reporting holder's spouse's consulting agreement, the RSU immediately vested on August 1, 2017, in connection with the consummation of the Merger.

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

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