FORM 4

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

OMB APPE	ROVAL
OMB Number:	3235-0287
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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 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

esponses)														
ldress of Repo	orting Person*		2. Issuer Name and Ticker or Trading Symbol ACHIEVE LIFE SCIENCES, INC. [ACHV]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner						
						r (specify below)								
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			_X_ For	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person							
	(State)	(Zip)			Tah	le I -	Non-Derive	ntive Securities	Acquired D	isnosed o	f or Renefi	cially Owned		
ity		Date	Execution any	ı Da	te, if Coo (Ins	rans le str. 8)	action 4. S (A) (Ins	decurities Acquired or Disposed of str. 3, 4 and 5)	red (D) S. Amo Owned Transa (Instr.	ount of Sed following action(s)	curities Ben	eficially (Direct (D) or Indirect I)	7. Nature of Indirect Beneficial Ownership Instr. 4)
ort on a separa	te line for each cla		- Derivative	e Sec	curities A	cqui	Persons in this for a current	m are not req ly valid OMB o	uired to recontrol num	spond ur nber.				474 (9-02)
Security or Exercise (Month/Day/Year) any		Execution Date any	4. 5. N Code Sec (Instr. 8) Acc or I (Instr. 8) (Instr. 8)		5. Numb of Deriv Securitie Acquired or Dispo of (D)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	(Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 4)	(Instr. 4) (Instr. 4)		
(1)	01/03/2022		A		32,500		(2)	01/03/2026	Common Stock	32,500	\$ 0	32,500	D	
\$ 8.26	01/03/2022		A		32,500		(3)	01/03/2032	Common Stock	32,500	\$ 0	32,500	D	
	DR SE, SU WA 98021 Ity To n a separa 2. Conversion or Exercise Price of Derivative Security	Conversion or Exercise Price of Derivative Security (I) (1) (1) (1) (1) (1) (1) (1) (1) (1) (1	thress of Reporting Person* (First) (Middle) (Street) WA 98021 (State) (Zip) (Ity) 2. Transaction Date (Month/Day/Year) Table II 2. Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	ACHIEV. OR SE, SUITE 100 (Street) WA 98021 (State) (State) 2. Issuer NACHIEV. 4. If Amend WA 98021 (State) (Zip) (Month/Day/Year) Table II - Derivative (e.g., puts, any (Month/Day/Year) Price of Derivative Security (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (ACHIEV. 3. Date of Execution Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (ACHIEV. 3. Date of Execution Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year) (ACHIEV. 3. Date of Execution Date (Instr. 8) (A. If Amend (Month/Day/Year) (A. If Amend (Month/Day/Year) (Month/Day/Year) A A	ACHIEVE L OR SE, SUITE 100 (Street) (State) (State) (State) (State) (Alignment of Earlie (1/03/2022) (State) (State) (State) (Zip) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Sec. (e.g., puts, call only call of Earlie (1/05) (Month/Day/Year) 2. Transaction Date (1/05) (Month/Day/Year) Table II - Derivative Sec. (e.g., puts, call only (1/05) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Alignment of Earlie (1/03/2022) Alignment of	Code V Code V	Acquired (April 1998) Acquired (April 1998)	Achieve Life Sciences, INC. Code V Americal Conversion or Exercise Price of Derivative Security Code (Month/Day/Year) (Month/Day/Year) Code (Month/Day/Year) Code (Month/Day/Year) (Month/Day/Year) Code (Month/Day/Year) (Month/Day/Year) Code (Month/Day/Year) (Mont	ACHIEVE LIFE SCIENCES, INC. [ACHV] DR SE, SUITE 100 (Street) ACHIEVE LIFE SCIENCES, INC. [ACHV] 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Month/Day/Year) Table I - Non-Derivative Securities Execution Date, if (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) AT able II - Derivative Securities Sene ficially owned directly or indirectly. Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) 2. Transaction (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8) A 3. Transaction or Exercise (Month/Day/Year) (Month/Day/Year) A 3. Transaction or Exercise (Month/Day/Year) (Month/Day/Year) A 3. Transaction or Exercise (Month/Day/Year) (Month/Day/Year) A 3. Transaction or Exercise (Month/Day/Year) A 3. Deemed Execution Date (Instr. 8) B 4. Deemed Execution Date (Instr. 8) A 4. Deemed Ex	Code Code	Code V Amount Code C	Code V Amount Comercing Reported Code Code Conversion Date Conversion Conversion Date Conversion Date Conversion Date Conversion Date Conversion Date Conversion Date Code Conversion Date Code Conversion Date Code Co	2. Issuer Name and Ticker or Trading Symbol ACHIEVE LIFE SCIENCES, INC. [ACHV] 5. Relationship of Reporting Person(s) to 10 (Check all applicable (Che	2. Issuer Name and Ticker or Trailing Symbol ACHIEVE LIFE SCIENCES, INC. [ACHV] 2. Director 10% (Observed) 3. Date of Fartisets Transaction (Month/Day/Year) 01/03/2022 4. If Amendment, Date Original Filed/Month/Day/Year) 4. If Amendment, Date Original Filed/Month/Day/Year) 6. Individual or Joint Group Filing Clock Applicable Line) 2. Transaction 2. December 2. Transaction 2. December 2. Transaction 2. December 2. Dec

D (O N /	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
JACOBS CINDY 22722 29TH DR SE SUITE 100 BOTHELL, WA 98021	X		President & CMO				

Signatures

Sandra Thomson as attorney-in-fact for Cindy Jacobs	01/05/2022	
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) Each PRSU represents a contingent right to receive one share of the issuer's common stock at settlement.
- (2) Pursuant to the terms of the PRSU 50% of the total shares underlying the PRSU vest on the achievement of a performance-based milestone, and 50% vest on the first anniversary of the achievement of such milestone. The PRSUs will lapse in full if achievement of such milestone is not met.
- (3) The options vest one-third on the first anniversary of January 3, 2022 and thereafter in monthly installments over 24 months.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.