

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* Whitehead Warren		2. Issuer Name and Ticker or Trading Symbol Aptose Biosciences Inc. [APTO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) C/O APTOSE BIOSCIENCES INC., 251 CONSUMERS ROAD, SUITE 1105		3. Date of Earliest Transaction (Month/Day/Year) 12/22/2020			
(Street) TORONTO, A6 M2J 4R3		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)		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 Shares	12/22/2020		M		20,000	A	\$ 2.01 (1)	60,000	D	
Common Shares	12/22/2020		S		10,000	D	\$ 4.01 (2)	50,000	D	
Common Shares	12/22/2020		S		10,000	D	\$ 4.11 (3)	40,000	D	

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		(A)	(D)						Date Exercisable
Director Stock Option (Right to Buy)	\$ 2.01 (1)	12/22/2020		M		20,000	01/02/2019(4)	01/02/2029	Common Shares	40,000	\$ 0	20,000	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Whitehead Warren C/O APTOSE BIOSCIENCES INC. 251 CONSUMERS ROAD, SUITE 1105 TORONTO, A6 M2J 4R3	X			

Signatures

/s/ Janet Clennett as attorney-in-fact for Warren Whitehead	12/23/2020
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) Converted from Canadian exercise price of C\$2.60 using an exchange rate of C\$1.2908 = US\$1.00.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from C\$5.16 to C\$5.1924, inclusive. The reporting person undertakes to

(2) provide to Aptose Biosciences, Inc., any security holder of Aptose Biosciences, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote. The weighted average sales price reported above was converted from the Canadian weighted average sales price of C\$5.1745 using an exchange rate of C\$1.2908 = US\$1.00.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from C\$5.2979 to C\$5.3111, inclusive. The reporting person undertakes to

(3) provide to Aptose Biosciences, Inc., any security holder of Aptose Biosciences, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote. The weighted average sales price reported above was converted from the Canadian weighted average sales price of C\$5.3003 using an exchange rate of C\$1.2908 = US\$1.00.

(4) The options were granted on 1/2/2019 and fully vested on 1/2/2020.

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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