SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OMB APPROVAL

- 1		
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Section 30(n) of the investment Company Act of 1940				
1. Name and Address of Reporting Person [*] <u>Pillai Arun Kumar</u>			2. Issuer Name and Ticker or Trading Symbol Outlook Therapeutics, Inc. [OTLK]		tionship of Reporting all applicable) Director	g Perso X	10% Owner
(Last) #30, 1ST MAIN	(First) (Winddie)		3. Date of Earliest Transaction (Month/Day/Year) 02/01/2022		Officer (give title below)		Other (specify below)
J.P. NAGAR 3RD PHASE			4. If Amendment, Date of Original Filed (Month/Day/Year)	vidual or Joint/Group I	t/Group Filing (Check Applicable		
(Street) BANGALORE	K7	560078		Line) X	Form filed by One I Form filed by More Person	•	0
(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/Y)		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	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	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	02/01/2022		J ⁽¹⁾⁽²⁾⁽³⁾		2,500,000	D	\$1.25	22,982,529	I	See Footnote ⁽¹⁾⁽²⁾⁽³⁾	

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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D)	posed D) str. 3, 4		Deriv	unt of rities rlying ative rity (Instr.	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	Title	Amount or Number of Shares				

Explanation of Responses:

1. These securities are held of record by BioLexis Pte Ltd. ("BioLexis") and represent the number securities in which Arun Kumar Pillai ("Kumar"), a natural person, may be deemed to have an indirect pecuniary interest in by virtue of the relationships described herein. Tenshi Life Sciences Private Limited and Tenshi Life Sciences Pte. Limited (collectively, "Tenshi"), both private investment vehicles controlled by Kumar, are beneficial owners of BioLexis and Kumar is the holder of a controlling interest in Tenshi. Kumar disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of his pecuniary interest therein, if any.

2. On January 31, 2022, GMS Pharma (Singapore) Pte. Limited ("GMS Pharma"), a private investment company and wholly-owned subsidiary of GMS Holdings, entered into a securities purchase agreement with each Tenshi entity, pursuant to which GMS Pharma purchased from Tenshi approximately 4.9% of the outstanding shares of BioLexis (the "Share Sale"), which corresponds to 2,500,000 shares of the Issuer held by BioLexis. The Share Sale closed on February 1, 2022.

3. BioLexis has designated one representative to serve on the Issuer's board of directors. This report shall not be deemed an admission that Kumar is the beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose.

/s/ Arun Pillai Kumar, By: Lawrence Kenyon, Attorney- 02/01/2022 in-Fact

Date

** Signature of Reporting Person

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.