

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

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16 UNDER THE
SECURITIES EXCHANGE ACT OF 1934**

Dated January 3, 2017

Commission File Number 001-36421

AURINIA PHARMACEUTICALS INC.

(Exact name of Registrant as specified in its charter)

N/A

(Translation of Registrant's Name)

#1203-4464 Markham Street
Victoria, British Columbia
V8Z7X8
(250) 708-4272

(Address and telephone number of registrant's principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b) (7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

This Form 6-K is hereby filed and incorporated by reference into the Registrant's Registration Statement on Form F-10 (File No. 333-206994).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: January 3, 2017.

Aurinia Pharmaceuticals Inc.

By: /s/ Dennis Bourgeault

Name: Dennis Bourgeault

Title: Chief Financial Officer

EXHIBIT INDEX

3

<u>Exhibit</u>	<u>Description of Exhibit</u>
99.1	Material Change Report dated January 3, 2017

Exhibit 99.1 included with this report on Form 6-K is hereby incorporated by reference as an exhibit to the Registrant's Registration Statement on Form F-10 (File No. 333-206994), as amended or supplemented.

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

Aurinia Pharmaceuticals Inc. (the "**Company**")
#1203-4464 Markham Street
Victoria, BC A1 V8Z 7X8

Item 2 Date of Material Change

December 22, 2016

Item 3 News Release

A news release was issued and disseminated by the Company through Business Wire on December 22, 2016.

Item 4 Summary of Material Change

The Company announced that it has entered into an underwriting agreement with H.C. Wainwright & Co., LLC acting as sole book-running manager, and Cormark Securities Inc., as co-manager (collectively, the "**Underwriters**"), under which the Underwriters have agreed to purchase 11,111,111 units from the Company (the "**Units**") at the price of US\$2.25 per Unit (the "**Issue Price**") for aggregate gross proceeds of approximately US\$25.0 million (the "**Offering**"), before underwriter fees and expenses. Each Unit consists of one common share of the Company (a "**Share**") and one-half of a warrant to buy one Share, with an exercise price of US\$3.00 per whole warrant (a "**Warrant**"). The Warrants have an exercise period of 5 years after the closing of the Offering.

Item 5 Full Description of Material Change

The Company announced that it has entered into an underwriting agreement with the Underwriters, under which the Underwriters have agreed to purchase 11,111,111 Units at the price of US\$2.25 per Unit for aggregate gross proceeds of approximately US\$25.0 million, before underwriter fees and expenses. Each Unit consists of one Share and one-half of a Warrant. The Warrants have an exercise period of 5 years after the closing of the Offering.

The Company has granted to the Underwriters an over-allotment option (the "**Over-Allotment Option**") exercisable, in whole or in part, in the sole discretion of the Underwriters to purchase up to an additional 1,666,666 Units at the Issue Price per Unit (which may be exercised for Units, Shares, Warrants or a combination thereof), for a period of up to 30 days, for additional aggregate proceeds to the Company of up to approximately US\$3.75 million. In the event the Over-Allotment Option is exercised in full, the aggregate gross proceeds to the Company will be approximately US\$28.8 million.

The closing of the Offering is expected to occur on or about December 28, 2016, subject to customary closing conditions, including NASDAQ and TSX approvals. For the purposes of the TSX approval, the Company intends to rely on the exemption set forth in Section 602.1 of the TSX Company Manual, which provides that the TSX will not apply its standards to certain transactions involving eligible interlisted issuers on a recognized exchange, such as NASDAQ. The Company intends to use the net proceeds of the Offering for research and development activities, including LN Phase 3 clinical trial activities, and working capital purposes.

The Offering is being made pursuant to a U.S. registration statement on Form F-10, declared effective by the United States Securities and Exchange Commission (the "SEC") on November 5, 2015 (the "**Registration Statement**"), and the Company's existing Canadian short form base shelf prospectus (the "**Base Shelf Prospectus**") dated October 16, 2015. The prospectus supplements relating to the Offering (together with the Base Shelf Prospectus and the Registration Statement, the "**Offering Documents**") will be filed with the securities commissions in the provinces of British Columbia, Alberta and Ontario in Canada, and with the SEC in the United States.

Item 5.2 Disclosure of Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

No significant facts remain confidential in, and no information has been omitted from, this report.

Item 8 Executive Officer

For further information, please contact:

Mr. Michael R. Martin, Chief Operating Officer
250-415-9713
mmartin@auriniapharma.com

Item 9 Date of Report

January 3, 2017