

OMB APPROVAL	
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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**

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

1. Name and Address of Reporting Person * <u>Miller Joseph M</u>  (Last) (First) (Middle) #1203-4464 MARKHAM STREET  (Street) VICTORIA AI V8Z7X8  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Aurinia Pharmaceuticals Inc. [ AUPH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) Chief Financial Officer
	3. Date of Earliest Transaction (Month/Day/Year) 03/02/2023	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Stock	03/02/2023		A		229,421 <sup>(1)</sup>	A	(2)	342,510 <sup>(3)(4)</sup>	D	
Common Stock	03/02/2023		S		11,296 <sup>(5)</sup>	D	\$8.94	331,214	D	

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- Represents grant of Restricted Stock Units (RSUs) payable solely in common stock of the Issuer that vest in three (3) equal annual installments on the first, second and third anniversary of the grant date.
- Each RSU represents a contingent right to receive one share of the Issuer's common stock.
- Includes shares of common stock acquired by the reporting person pursuant to the Issuer's 2021 Employee Share Purchase Plan as follows: 743 shares of common stock were acquired on May 31, 2022 and 1,656 shares of common stock were acquired on November 30, 2022.
- The reporting person has reported prior awards of restricted stock units in Table II of Form 4. The total reported in Column 5 includes the 229,421 newly awarded RSUs, 104,080 RSUs previously reported in Table II, which vests in three (3) equal annual installments beginning March 2, 2022 (Prior RSUs), and 6,610 shares of common stock. On March 2, 2023, 34,693 of Prior RSUs vested and 69,387 of Prior RSUs remained unvested.
- Represents the number of shares automatically sold to cover tax withholding obligations in connection with the vesting of RSUs.

**Remarks:**

/s/ Joseph M. Miller

03/06/2023

\*\* Signature of Reporting Person

Date

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.

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