

# FORM 3

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

OMB APPROVAL	
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## INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person * <b>Gem Pharmaceuticals LLC</b>	2. Date of Event Requiring Statement (Month/Day/Year) <b>01/08/2018</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol <b>Monopar Therapeutics [NONE]</b>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)
(Last) (First) (Middle) <b>C/O 1000 SKOKIE BLVD., SUITE 350,</b>	(Street) <b>WILMETTE, IL 60091</b>	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)	<b>Table I - Non-Derivative Securities Beneficially Owned</b>		

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common stock	3,055,394.12	I	See Footnotes (1) and (2) <a href="#">(1)</a> <a href="#">(2)</a>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

	<b>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 control number.</b>	
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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gem Pharmaceuticals LLC C/O 1000 SKOKIE BLVD., SUITE 350 WILMETTE, IL 60091		X		
Hendricks Diane C/O GEM PHARMACEUTICALS 200 RANDOLPH AVE. HUNTSVILLE, AL 35801		X		
Leo Karl C/O GEM PHARMACEUTICALS 200 RANDOLPH AVE. HUNTSVILLE, AL 35801		X		

KLAUSNER ARTHUR J ONE PALMER SQUARE PRINCETON, NJ 08542	X			
Pharma Investments LLC C/O GEM PHARMACEUTICALS 200 RANDOLPH AVE HUNTSVILLE, AL 35801		X		

## Signatures

/s/ Kim R. Tsuchimoto, Attorney-in-fact <small>**Signature of Reporting Person</small>		01/08/2018 <small>Date</small>
/s/ Kim R. Tsuchimoto, Attorney in fact <small>**Signature of Reporting Person</small>		01/08/2018 <small>Date</small>
/s/ Kim R. Tsuchimoto, attorney-in-fact <small>**Signature of Reporting Person</small>		01/08/2018 <small>Date</small>
/s/ Kim R. Tsuchimoto, Attorney-In-Fact <small>**Signature of Reporting Person</small>		01/08/2018 <small>Date</small>
/s/Kim R. Tsuchimoto, Attorney-in-fact <small>**Signature of Reporting Person</small>		01/08/2018 <small>Date</small>

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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).

This Form 3 is being filed on behalf of Gem Pharmaceuticals, LLC, an Alabama limited liability company ("Gem"), and its managers, Diane Hendricks, Karl Leo, and Arthur Klausner, and Pharma Investments ("Pharma") and its controlling shareholders, Karl Leo and Diane Hendricks (collectively, the "Reporting Persons"). The managers of Gem collectively have voting control over the securities

(1) described herein. Pharma owns a controlling share of Gem and Karl Leo and Diane Hendricks own a controlling share of Pharma, so Pharma and its controlling shareholders have indirect control over the securities described herein. The managers of Gem and the controlling shareholders of Pharma each disclaim ownership of the shares of common stock owned by Gem, except to the extent of their pecuniary interest therein.

(2) Gem shares voting and investment power over 3,055,394.12 of the shares of common stock held by TacticGem LLC.

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.

MONOPAR THERAPEUTICS INC.  
CONFIRMING STATEMENT  
REGARDING AUTHORITY TO EXECUTE SECTION 16(a) REPORTS

This Statement confirms that the undersigned, Gem Pharmaceuticals, LLC c/o Monopar Therapeutics Inc., 1000 Skokie Blvd., Suite 350, Wilmette, IL 60091 (the "Insider"), has authorized and designated Kim R. Tsuchimoto and Chandler Robinson of Monopar Therapeutics Inc. (the "Company"), Ashley Graffeo and Robert Rupp, Esq. of Baker & Hostetler LLP, the Company's United States legal counsel, and each of them (each of the foregoing is referred to as an "Authorized Signer") to execute and file on the Insider's behalf a Form ID and any and all Forms 3, 4 and 5 (including any amendments thereto) that the Insider may be required to file with the United States Securities and Exchange Commission under Section 16(a) of the Securities Exchange Act of 1934, as a result of the Insider's ownership of, or transactions in, securities of the Company. The authority of the Authorized Signers under this Confirming Statement shall continue until the Insider is no longer required to file Forms 3, 4 and 5 with regard to the Insider's ownership of, or transactions in, securities of the Company, unless earlier revoked in writing. The Insider acknowledges that none of the Authorized Signers is assuming any of the Insider's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

/s/ Arthur Klausner

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Arthur Klausner

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MONOPAR THERAPEUTICS INC.  
CONFIRMING STATEMENT  
REGARDING AUTHORITY TO EXECUTE SECTION 16(a) REPORTS

This Statement confirms that the undersigned, Diane Hendricks c/o Monopar Therapeutics Inc., 1000 Skokie Blvd., Suite 350, Wilmette, IL 60091 (the "Insider"), has authorized and designated Kim R. Tsuchimoto and Chandler Robinson of Monopar Therapeutics Inc. (the "Company"), Ashley Graffeo and Robert Rupp, Esq. of Baker & Hostetler LLP, the Company's United States legal counsel, and each of them (each of the foregoing is referred to as an "Authorized Signer") to execute and file on the Insider's behalf a Form ID and any and all Forms 3, 4 and 5 (including any amendments thereto) that the Insider may be required to file with the United States Securities and Exchange Commission under Section 16(a) of the Securities Exchange Act of 1934, as a result of the Insider's ownership of, or transactions in, securities of the Company. The authority of the Authorized Signers under this Confirming Statement shall continue until the Insider is no longer required to file Forms 3, 4 and 5 with regard to the Insider's ownership of, or transactions in, securities of the Company, unless earlier revoked in writing. The Insider acknowledges that none of the Authorized Signers is assuming any of the Insider's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

/s/ Diane Hendricks

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Diane Hendricks

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MONOPAR THERAPEUTICS INC.  
CONFIRMING STATEMENT  
REGARDING AUTHORITY TO EXECUTE SECTION 16(a) REPORTS

This Statement confirms that the undersigned, Arthur Klausner c/o Monopar Therapeutics Inc., 1000 Skokie Blvd., Suite 350, Wilmette, IL 60091 (the "Insider"), has authorized and designated Kim R. Tsuchimoto and Chandler Robinson of Monopar Therapeutics Inc. (the "Company"), Ashley Graffeo and Robert Rupp, Esq. of Baker & Hostetler LLP, the Company's United States legal counsel, and each of them (each of the foregoing is referred to as an "Authorized Signer") to execute and file on the Insider's behalf a Form ID and any and all Forms 3, 4 and 5 (including any amendments thereto) that the Insider may be required to file with the United States Securities and Exchange Commission under Section 16(a) of the Securities Exchange Act of 1934, as a result of the Insider's ownership of, or transactions in, securities of the Company. The authority of the Authorized Signers under this Confirming Statement shall continue until the Insider is no longer required to file Forms 3, 4 and 5 with regard to the Insider's ownership of, or transactions in, securities of the Company, unless earlier revoked in writing. The Insider acknowledges that none of the Authorized Signers is assuming any of the Insider's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

/s/ Arthur Klausner

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Arthur Klausner

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MONOPAR THERAPEUTICS INC.  
CONFIRMING STATEMENT  
REGARDING AUTHORITY TO EXECUTE SECTION 16(a) REPORTS

This Statement confirms that the undersigned, Karl Leo *c/o* Monopar Therapeutics Inc., 1000 Skokie Blvd., Suite 350, Wilmette, IL 60091 (the “Insider”), has authorized and designated Kim R. Tsuchimoto and Chandler Robinson of Monopar Therapeutics Inc. (the “Company”), Ashley Graffeo and Robert Rupp, Esq. of Baker & Hostetler LLP, the Company’s United States legal counsel, and each of them (each of the foregoing is referred to as an “Authorized Signer”) to execute and file on the Insider’s behalf a Form 10 and any and all Forms 3, 4 and 5 (including any amendments thereto) that the Insider may be required to file with the United States Securities and Exchange Commission under Section 16(a) of the Securities Exchange Act of 1934, as a result of the Insider’s ownership of, or transactions in, securities of the Company. The authority of the Authorized Signers under this Confirming Statement shall continue until the Insider is no longer required to file Forms 3, 4 and 5 with regard to the Insider’s ownership of, or transactions in, securities of the Company, unless earlier revoked in writing. The Insider acknowledges that none of the Authorized Signers is assuming any of the Insider’s responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

/s/ Karl Leo

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Karl Leo

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MONOPAR THERAPEUTICS INC.  
CONFIRMING STATEMENT  
REGARDING AUTHORITY TO EXECUTE SECTION 16(a) REPORTS

This Statement confirms that the undersigned, Pharma Investments LLC c/o Monopar Therapeutics Inc., 1000 Skokie Blvd., Suite 350, Wilmette, IL 60091 (the "Insider"), has authorized and designated Kim R. Tsuchimoto and Chandler Robinson of Monopar Therapeutics Inc. (the "Company"), Ashley Graffeo and Robert Rupp, Esq. of Baker & Hostetler LLP, the Company's United States legal counsel, and each of them (each of the foregoing is referred to as an "Authorized Signer") to execute and file on the Insider's behalf a Form ID and any and all Forms 3, 4 and 5 (including any amendments thereto) that the Insider may be required to file with the United States Securities and Exchange Commission under Section 16(a) of the Securities Exchange Act of 1934, as a result of the Insider's ownership of, or transactions in, securities of the Company. The authority of the Authorized Signers under this Confirming Statement shall continue until the Insider is no longer required to file Forms 3, 4 and 5 with regard to the Insider's ownership of, or transactions in, securities of the Company, unless earlier revoked in writing. The Insider acknowledges that none of the Authorized Signers is assuming any of the Insider's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

PHARMA INVESTMENTS LLC

/s/ Karl Leo

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By: Karl Leo, Manager

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