

AQUINOX PHARMACEUTICALS, INC

Form SC 13G

February 16, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

Aquinox Pharmaceuticals Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

03842B101

(CUSIP Number)

December 31, 2015

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see Instructions).

CUSIP No.: 03842B101

1	NAME OF REPORTING PERSON Ventures West 8 Limited Partnership I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION Canada
5	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
	5 SOLE VOTING POWER 1,020,430
	6 SHARED VOTING POWER Not Applicable
	7 SOLE DISPOSITIVE POWER 1,020,430
	8 SHARED DISPOSITIVE POWER Not Applicable
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,020,430
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.93%
12	TYPE OF REPORTING PERSON PN

CUSIP No.: 03842B101

ITEM NAME OF ISSUER:

1(a). Aquinox Pharmaceuticals Inc.

ITEM ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

1(b). 450-887 Great Northern Way
Vancouver, B.C. Canada V5T 4T5

ITEM NAME OF PERSON FILING:

2(a). Ventures West 8 Limited Partnership

ITEM ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

2(b). c/o Trimble Hill Management, Inc.
1367 West Broadway, Ste. 400
Vancouver, B.C. Canada V6H 4A7

ITEM CITIZENSHIP:

2(c). Canada

ITEM TITLE OF CLASS OF SECURITIES:

2(d). Common Stock

ITEM CUSIP NUMBER:

2(e). 03842B101

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);
☐
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
☐
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
☐
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8);
☐
- (e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
☐
- (f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
☐
- (g) A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
☐
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
☐
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
☐

(j) A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
[]

(k) Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in
[] accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution:

Not applicable

ITEM 4. OWNERSHIP

(a) Amount beneficially owned:

1,020,430

(b) Percent of class:

5.93%

(c) Number of shares as to which the person has:

(i) sole power to vote or to direct the vote:

1,020,430

(ii) shared power to vote or to direct the vote:

Not Applicable

(iii) sole power to dispose or direct the disposition of:

1,020,430

(iv) shared power to dispose or to direct the disposition of:

Not Applicable

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not applicable

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

Not applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:

Not applicable

ITEM 10. CERTIFICATION:

Not applicable

CUSIP No.: 03842B101

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 16 2016 Ventures West 8 Limited Partnership

By:

/s/ Trimble Hill Management, Inc., general partner

Name:

/s/ Sam Znaimer

Title:

President

Attention — Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).