FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPRO | VAL | | | | | | | |
|---|--------------------------|-----------|--|--|--|--|--|--|--|
| | OMB Number: | 3235-0287 | | | | | | | |
| l | Estimated average burden | | | | | | | | |
| l | hours per response: | 0.5 | | | | | | | |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

| | nd Address of | Reporting Person* OUIS | 2. Issuer Name and Ticker or Trading Symbol Stellar Biotechnologies, Inc. [SBOT] | | | | | | | | | heck all app | tor | ng Per | 10% O | wner | | | |
|--|---|--|--|--------|---|---|--|-------|--|-----|-----------|---|--|---|--|---------------|--|---|--|
| (Last) (First) (Middle) C/O STELLAR BIOTECHNOLOGIES, INC. | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 03/12/2019 | | | | | | | | | Officer (give title below) | | Other (below) | specify | |
| 332 EAST SCOTT STREET | | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | |
| PORT HUENEME CA | | A ! | 93041 | | | | | | | | | | | | filed by One Reporting Person filed by More than One Reportin on | | | | |
| (City) | (S | tate) (| (Zip) | | | | | | | | | | | | | | | | |
| | | Tab | le I - Non | -Deriv | ative | Se | curitie | es Ao | cquired, | Dis | osed (| of, or Be | eneficia | lly Owne | ed | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | | | Execution Date | | | e, Transaction Dispose Code (Instr. 5) | | | ities Acqui d Of (D) (In | | Benefi | ties cially I Following | Form (D) o | . Ownership orm: Direct D) or Indirect) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or Price | Transa | ction(s) 3 and 4) | | | (Instr. 4) | |
| 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) | | n of | | 6. Date Exercisal Expiration Date (Month/Day/Year) | | | le and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | ly | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | |
| | | | | | Code | v | (A) | (D) | Date Exercisable | | opiration | Title | Amount or Number of Shares | | | | | | |
| Share Option (Right to Buy) | \$1.25 | 03/12/2019 | | | A | | 357 | | (1) | 03 | 3/12/2026 | Common Shares | 357 | \$0 | 357 | | D | | |

Explanation of Responses:

1. Option grant under the 2017 Incentive Compensation Plan, which shall vest as to one-third immediately, as to one-third on March 12, 2020 and as to the remaining one-third on September 12, 2020.

<u>/s/ Kathi Niffenegger, as</u> <u>Attorney in Fact</u>

03/13/2019

** 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.

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.