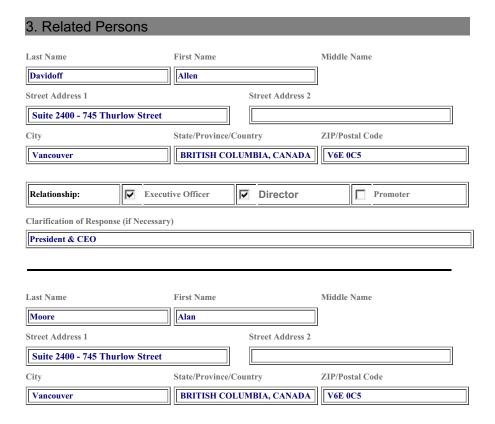


## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.

OMB APPROVAL
OMB Number: 3235-0076
Expires: August 31, 2015
Estimated Average burden hours per response: 4.0

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Name(s)	☐ None	Entity Type
0001729214	APAC Resources	Inc.	© Corporation
Name of Issuer			C Limited Partnership
XORTX Therapeutics Inc.			C Limited Liability Company
Jurisdiction of Incorporation/Organization			C General Partnership
BRITISH COLUMBIA, CANADA			C Business Trust
Year of Incorporation/Organization	n		C Other
⊙ Over Five Years Ago			
C Within Last Five Years (Specify Year)			
C Yet to Be Formed			

2. Principal Place of Business and Contact Information					
Name of Issuer					
XORTX Therapeutics Inc.					
Street Address 1	Street Address 2				
SUITE 2400 - 745 THURLO	V STREET				
City	State/Province/Country ZIP/Postal Code Phone No. of Issuer				
VANCOUVER	BRITISH COLUMBIA, CANADA V6E 0C5 403-607-2621				



Clarification of Response (if Necessary)  Last Name First Name Middle Name  Rowlands Bruce  Street Address 1 Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0CS  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Meckison John  Street Address 1 Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0CS  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  CFO	Relationship:	Executive Officer	□ Director	Promoter		
ast Name  Rowlands  Bruce  Street Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City  State/Province/Country  BRITISH COLUMBIA, CANADA  Web ocs  Asst Name  First Name  Middle Name  Promoter  Clarification of Response (if Necessary)  Asst Name  Meekison  John  Itreet Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City  State/Province/Country  ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  Voice ocs  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)	Novision of Dogram	(25 Nicossaum)				
Rowlands  treet Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  ity State/Province/Country ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship: Executive Officer Director Promoter  clarification of Response (if Necessary)  ast Name First Name Middle Name  Meekison  John  treet Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  ity State/Province/Country ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship: Executive Officer Director Promoter	lai ilication of Response	(II Necessary)				
Rowlands  treet Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  ast Name First Name Middle Name  Meekison  John  treet Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship: Executive Officer Director Promoter						
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Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Last Name First Name Middle Name  Meekison John  treet Address 1 Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)	ast Name	First Name		Middle Name		
Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  Asst Name First Name Middle Name  Meckison John  treet Address 1 Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)	Rowlands	Bruce				
State/Province/Country  ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  Voe 0C5  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)  Asst Name  First Name  Middle Name  Meekison  John  treet Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City  State/Province/Country  ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  Voe 0C5  Relationship:  Executive Officer  Director  Promoter	treet Address 1		Street Address 2	_		
Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)  .ast Name First Name Middle Name  Meekison John  Street Address 1 Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)	Suite 2400 - 745 Thur	low Street				
Relationship:	City	State/Province	/Country	ZIP/Postal Code		
Clarification of Response (if Necessary)  .ast Name	Vancouver	BRITISH CO	DLUMBIA, CANADA	V6E 0C5		
Clarification of Response (if Necessary)  .ast Name First Name Middle Name  Meekison John  Street Address 1 Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)						
ast Name  Meekison  John  Street Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City  State/Province/Country  ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)	Relationship:	Executive Officer	□ Director	Promoter		
Meekison  Street Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)	Clarification of Response	(if Necessary)				
Meekison  Street Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)						
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Street Address 1  Street Address 2  Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver  BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship:  Executive Officer  Director  Promoter  Clarification of Response (if Necessary)	ast Name	First Name		Middle Name		
Suite 2400 - 745 Thurlow Street  City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA  V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)	Meekison	John				
City State/Province/Country ZIP/Postal Code  Vancouver BRITISH COLUMBIA, CANADA V6E 0C5  Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)	treet Address 1		Street Address 2			
BRITISH COLUMBIA, CANADA   V6E 0C5   Relationship:   Executive Officer   Director   Promoter   Clarification of Response (if Necessary)	Suite 2400 - 745 Thurlow Street					
Relationship: Executive Officer Director Promoter  Clarification of Response (if Necessary)	City	State/Province	/Country	ZIP/Postal Code		
Clarification of Response (if Necessary)	Vancouver	BRITISH CO	OLUMBIA, CANADA	V6E 0C5		
Clarification of Response (if Necessary)						
	Relationship:	Executive Officer	Director	Promoter		
	Clarification of Response	(if Necessary)				
		· • • • • • • • • • • • • • • • • • • •				

4.	industry Group				
O	Agriculture	Hea	lth Care Biotechnology	O	Retailing
	Banking & Financial Services	0	Health Insurance	0	Restaurants
	C Commercial Banking	0	Hospitals & Physicians		Technology
	C Insurance	0	Pharmaceuticals		•
	C Investing	O	Other Health Care		Computers
	C Investment Banking				C Telecommunications
	C Pooled Investment Fund				C Other Technology
	Other Banking & Financial  C Services	C Mar	nufacturing		Travel  O Airlines & Airports
C	<b>Business Services</b>	Rea	l Estate		C Lodging & Conventions
	Energy C Coal Mining C Electric Utilities C Energy Conservation C Environmental Services C Oil & Gas	0000	Commercial Construction REITS & Finance Residential Other Real Estate	c	C Tourism & Travel Services C Other Travel Other
	C Other Energy				

## 5. Issuer Size

~	No Revenues	C No	Aggregate Not Agget Value			
0		2.00	Aggregate Net Asset Value			
0	\$1 - \$1,000,000	200	- \$5,000,000			
C	\$1,000,001 - \$5,000,000	200	000,001 - \$25,000,000			
0	\$5,000,001 - \$25,000,000	200	5,000,001 - \$50,000,000			
C	\$25,000,001 - \$100,000,000	2000	0,000,001 - \$100,000,000			
C	Over \$100,000,000		er \$100,000,000			
•	Decline to Disclose	C Dec	cline to Disclose			
C	Not Applicable	C No	t Applicable			
	Federal Exemption(s	) and Exclusion(s)	Claimed (select all that			
П	Rule 504(b)(1) (not (i), (ii)	Rule 505				
	or (iii))  Rule 504 (b)(1)(i)					
	1	Rule 506(b)				
	Rule 504 (b)(1)(ii)	Rule 506(c)				
	Rule 504 (b)(1)(iii)	Securities Act Section	n 4(a)(5)			
		Investment Compar	ny Act Section 3(c)			
7.	Type of Filing					
굣	New Notice Date of First Sal	e 2018-01-10	First Sale Yet to Occur			
A.S.	new route Date of First Sai	2010 01 10	This balle Tet to occur			
	Amendment					
0						
8. Duration of Offering						
0.	Duration of Offering		<u> </u>			
	Duration of Offering the Issuer intend this offering to la	st more than one year?	C Yes 6 No			
		st more than one year?	C Yes C No			
Does	the Issuer intend this offering to la					
Does 9.	the Issuer intend this offering to la					
Does 9.	the Issuer intend this offering to la	Offered (select al				
Does 9.	the Issuer intend this offering to la  Type(s) of Securities  Pooled Investment Fund	Offered (select al	I that apply)			
Does 9.	Type(s) of Securities Pooled Investment Fund Interests	Offered (select al	I that apply)			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon	Offered (select al Equity Debt Option, Warrant or Other	I that apply)			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire	Offered (select al  Equity  Debt Option, Warrant or Other Acquire Another Security	I that apply)			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or	Offered (select al  Equity  Debt Option, Warrant or Other Acquire Another Security	I that apply)			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire	Offered (select al  Equity  Debt Option, Warrant or Other Acquire Another Security	I that apply)			
Does  9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)	I that apply)			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)	I that apply) Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	Offered (select al  Equity  Debt Option, Warrant or Other Acquire Another Security  Other (describe)  Transaction with a business combination	I that apply)			
9. To the state of	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinal s offering being made in connectio	Offered (select al  Equity  Debt Option, Warrant or Other Acquire Another Security  Other (describe)  Transaction with a business combination	I that apply) Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinates  s offering being made in connection action, such as a merger, acquisities	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  ion Transaction with a business combination n or exchange offer?	I that apply) Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire  Security  Business Combinates of Security  Business Combinates of Security in the Acquire Secur	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  ion Transaction with a business combination n or exchange offer?	I that apply) Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire  Security  Business Combinates  s offering being made in connection action, such as a merger, acquisitie fication of Response (if Necessary) are completed a financing separate	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  ion Transaction with a business combination n or exchange offer?	I that apply) Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire  Security  Business Combinates of Security  Business Combinates of Gering being made in connection action, such as a merger, acquisitie fication of Response (if Necessary)  Ter completed a financing separation transaction.	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  ion Transaction with a business combination n or exchange offer?  te from the business	I that apply) Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire  Security  Business Combinates  s offering being made in connection action, such as a merger, acquisitie fication of Response (if Necessary) are completed a financing separate	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  Transaction with a business combination in or exchange offer?  te from the business	I that apply)  Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinat  s offering being made in connectio action, such as a merger, acquisitie fication of Response (if Necessary)  ter completed a financing separationation transaction.  Minimum Investment  mum investment accepted from an	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  Transaction with a business combination nor exchange offer?  te from the business	I that apply) Right to			
9.	Type(s) of Securities Pooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinates of offering being made in connection action, such as a merger, acquisitie fication of Response (if Necessary) the completed a financing separationation transaction.  Minimum Investment accepted from an actor	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  Transaction with a business combination in or exchange offer?  te from the business  outside  outside  0	I that apply)  Right to			
9.	Type(s) of Securities  Pooled Investment Fund Interests  Tenant-in-Common Securities  Mineral Property Securities  Mineral Property Securities  Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinat  s offering being made in connectio action, such as a merger, acquisitie fication of Response (if Necessary)  ter completed a financing separationation transaction.  Minimum Investment  mum investment accepted from an	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  Transaction with a business combination in or exchange offer?  te from the business  outside  outside  0	I that apply)  Right to			
9.	Type(s) of Securities Pooled Investment Fund Interests Tenant-in-Common Securities Mineral Property Securities Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Business Combinates of offering being made in connection action, such as a merger, acquisitie fication of Response (if Necessary) the completed a financing separationation transaction.  Minimum Investment accepted from an actor	Offered (select al Equity Debt Option, Warrant or Other Acquire Another Security Other (describe)  Contraction with a business combination or exchange offer?  The from the business  The coutside \$ 0	I that apply)  Right to			

(Associated) Broker or Dealer None (Associated) Broker or Dealer CRD Number
Street Address 1 Street Address 2
City State/Province/Country ZIP/Postal Code
State(s) of Solicitation
Sunction 2 in Solicitation
13. Offering and Sales Amounts
Tulos in Annual of Forest
Total Offering Amount \$ 505283 USD
Total Remaining to be \$ 505283 USD
Sold USD Indefinite
Clarification of Response (if Necessary)
44 1
14. Investors
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering  Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:
15. Sales Commissions & Finders' Fees Expenses
Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an
expenditure is not known, provide an estimate and check the box next to the amount.
Sales Commissions \$ USD Estimate
Finders' Fees \$ 0 USD Estimate
Clarification of Response (if Necessary)
16. Use of Proceeds
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.  S  USD  Estimate
Clarification of Response (if Necessary)
Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

## **Terms of Submission**

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities
  described and undertaking to furnish them, upon written request, the information furnished to
  offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
XORTX Therapeutics Inc.	/s/ Allen Davidoff	Allen Davidoff	President & CEO	2018-01-25