

# 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 * Giuffre Randall Michael  (Last) (First) (Middle) 2 CARLSON PARKWAY, SUITE 260  (Street) MINNEAPOLIS, MN 55447  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/06/2018	3. Issuer Name <b>and</b> Ticker or Trading Symbol DiaMedica Therapeutics Inc. [DMAC]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input 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)
		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

### Table I - Non-Derivative Securities Beneficially Owned

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)
Voting Common Shares, no par value per share	74,554 <a href="#">(1)</a>	D	
Voting Common Shares, no par value per share	5,165	I	See footnote <a href="#">(2)</a>
Voting Common Shares, no par value per share	21,070	I	By Spouse
Voting Common Shares, no par value per share	54,186	I	By Children

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

SEC 1473 (7-02)

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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			
Stock Option (right to buy)	<a href="#">(3)</a>	10/06/2021	Voting Common Shares	1,250	\$ 17.31 <a href="#">(4)</a>	D	
Stock Option (right to buy)	<a href="#">(5)</a>	05/09/2022	Voting Common Shares	1,250	\$ 25.58 <a href="#">(4)</a>	D	
Stock Option (right to buy)	<a href="#">(6)</a>	10/31/2022	Voting Common Shares	1,250	\$ 24.98 <a href="#">(4)</a>	D	
Stock Option (right to buy)	<a href="#">(7)</a>	06/25/2023	Voting Common Shares	1,250	\$ 16.1 <a href="#">(4)</a>	D	

Stock Option (right to buy)	(8)	11/06/2023	Voting Common Shares	1,250	\$ 12.94 (4)	D	
Stock Option (right to buy)	(9)	12/01/2025	Voting Common Shares	12,000	\$ 2.26 (4)	D	
Stock Option (right to buy)	(10)	11/28/2026	Voting Common Shares	5,000	\$ 3.91 (4)	D	
Stock Option (right to buy)	(11)	06/19/2027	Voting Common Shares	5,000	\$ 4.82 (4)	D	
Stock Option (right to buy)	(12)	04/17/2028	Voting Common Shares	3,000	\$ 8.43 (4)	D	
Warrant	(13)	03/28/2020	Voting Common Shares	11,225	\$ 7	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Giuffre Randall Michael 2 CARLSON PARKWAY SUITE 260 MINNEAPOLIS, MN 55447	X			

## Signatures

/s/ Amy Culbert, attorney-in-fact	12/06/2018
**Signature of Reporting Person	Date

## 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). Includes 4,146 voting common shares issuable upon settlement of deferred share units granted under the DiaMedica Therapeutics Inc.
- (1) Deferred Share Unit Plan, 36,498 voting common shares held by Michael Giuffre and his wife jointly and 33,910 voting common shares held by Michael Giuffre individually.
  - (2) These voting common shares held by 424822 Albert Ltd, of which Michael Giuffre has sole voting and dispositive power.
  - (3) This stock option vests in 12 equal quarterly installments over three years starting on January 6, 2012.
  - (4) Represents the conversion of the exercise price from CAD\$ to US\$ on November 30, 2018.
  - (5) This stock option vests in 12 equal quarterly installments over three years starting on August 9, 2012.
  - (6) This stock option vests in 12 equal quarterly installments over three years starting on January 31, 2013
  - (7) This stock option vests in 12 equal quarterly installments over three years starting on September 25, 2013.
  - (8) This stock option vests in 12 equal quarterly installments over three years starting on February 6, 2014.
  - (9) This stock option vests in 12 equal quarterly installments over three years starting on March 1, 2016.
  - (10) This stock option vests in 12 equal quarterly installments over three years starting on February 28, 2017.
  - (11) This stock option vests in 12 equal quarterly installments over three years starting on September 19, 2017.
  - (12) This stock option vests in 12 equal quarterly installments over three years starting on July 17, 2018.
  - (13) This warrant is fully vested.

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.

POWER OF ATTORNEY  
RANDALL MICHAEL GIUFFRE

With respect to holdings of and transactions in securities issued by DiaMedica Therapeutics Inc. (the Company), the undersigned hereby constitutes and appoints the officers of the Company and other individuals listed on Schedule A attached hereto and as may be amended from time to time, or any of them signing singly, with full power of substitution and resubstitution, to act as the undersigned's true and lawful attorney-in-fact to:

1. execute for and on behalf of the undersigned, Forms 3, 4, and 5 in accordance with Section 16 of the Securities Exchange Act of 1934, as amended, any Form 144 in accordance with Rule 144 under the Securities Act of 1933, as amended, and the rules and regulations thereunder;
2. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or Form 144 or complete and execute any amendment or amendments thereto, and timely file such forms with the United States Securities and Exchange Commission (the SEC) and any stock exchange or similar authority; and
3. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in the discretion of such attorney-in-fact.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution and resubstitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned hereby acknowledges that the attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended, or Rule 144 of the Securities Act of 1933, as amended, and any similar law, rule or regulation.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 and Forms 144 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused

this Power of Attorney to be executed as of this  
20th day of November, 2018.

/s/ Randall Michael Giuffre  
Randall Michael Giuffre

#### Schedule A

Individuals Appointed as Attorney-in-Fact with  
Full Power of Substitution and Resubstitution

1. Rick Pauls, President and Chief Executive Officer
2. Scott Kellen, Chief Financial Officer and Secretary
3. Amy Culbert
4. Deanna Counsell