

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES

OMB APPROVAL

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Estimated average burden

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

1. Name and Address of Reporting Person* <u>LPH II Investments Ltd</u> (Last) (First) (Middle) <u>UNIT 110-111, BIO-INFO CTR, #2</u> <u>SCIENCE</u> <u>PARK AVE HONG KONG SCIENCE</u> <u>PARK</u> (Street) <u>SHATIN K3</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>04/04/2018</u>	3. Issuer Name and Ticker or Trading Symbol <u>WINDTREE THERAPEUTICS INC /DE/ [WINT]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)
<u>Common Stock</u>	<u>541,667</u>	<u>D⁽¹⁾</u>	

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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Series C Warrant</u>	<u>10/04/2018</u>	<u>04/04/2025</u>	<u>Common Stock</u>	<u>135,417</u>	<u>5.52</u>	<u>D⁽¹⁾</u>

Explanation of Responses:

1. Pursuant to a Securities Purchase Agreement dated March 30, 2018, LPH II Investments Limited, a company incorporated in the Cayman Islands with limited liability, acquired 541,667 shares of common stock of the Issuer ("Common Stock") and 135,417 Series C Warrant of the Issuer ("Warrant") for an aggregate consideration of \$2,600,000, as reported in Table I and II of this Form 3.

/s/ Lee Siu Fong04/06/2018

** 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 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).

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.