

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden 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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Schayowitz Adam</u>  (Last) (First) (Middle) <u>C/O ZYMEWORKS INC.</u> <u>108 PATRIOT DRIVE, SUITE A</u>  (Street) <u>MIDDLETOWN DE 19709</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Zymeworks Inc. [ ZYME ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/09/2026</u>	
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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

**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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$27.35	04/09/2026		A		70,000		(1)	04/08/2036	Common Stock	70,000	\$0.00	70,000	D	
Restricted Stock Unit	(2)	04/09/2026		A		47,000		(3)	(3)	Common Stock	47,000	\$0.00	47,000	D	
Performance Stock Unit	(4)(5)	04/09/2026		A		76,000		(4)(5)	(4)(5)	Common Stock	76,000	\$0.00	76,000	D	

**Explanation of Responses:**

- Stock options vest as follows: (i) 25% of underlying shares of common stock on first anniversary of grant date and (ii) remainder of underlying shares of common stock in 36 equal monthly installments on last day of month following first anniversary of grant date.
- Each restricted stock unit ("RSU") represents the contingent right to receive, upon vesting of the RSU, one share of the Issuer's common stock.
- RSUs vest in four equal annual installments beginning on first anniversary of grant date.
- Each performance restricted stock unit ("PSU") represents a contingent right to receive one share of common stock. The amount reported is the maximum number of PSUs that may be earned upon achievement of certain cumulative total shareholder return ("TSR") goals over a three-year performance period ending on January 12, 2029 (or in some cases at earlier times). Between 50% and 200% of the target number of 38,000 PSUs ("Target Number") may be earned upon achievement of such TSR goals. 50% of the Target Number may be earned upon achievement of relative TSR goals if the Company's TSR for the performance period equals or exceeds a prespecified percentile for the Nasdaq Biotech Index.
- (Continued from footnote 1) The PSUs will only vest at the end of the three-year performance period if the Reporting Person's service to the Company continues through such time that the board of directors of the Company certifies the achievement of TSR goals, except in certain limited cases (such as if service to the Company is terminated by the Company without cause or in case of a change of control).

**Remarks:**

EVP, Head of Research & Development

/s/ Catherine Graham,  
Attorney-in-Fact

04/10/2026

\*\* 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.