
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13A-16 OR 15D-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

Dated December 17, 2019

Commission File Number 001-36421

AURINIA PHARMACEUTICALS INC.

(Exact name of Registrant as specified in its charter)

N/A
(Translation of Registrant's Name)

#1203-4464 Markham Street
Victoria, British Columbia
V8Z7X8
(250) 708-4272
(Address and telephone number of registrant's principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

This Form 6-K is hereby filed and incorporated by reference into the Registrant's Registration Statement on Form F-10 (File No. 333-222413).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: December 17, 2019

Aurinia Pharmaceuticals Inc.

By: /s/ Peter S. Greenleaf

Name: Peter S. Greenleaf

Title: Chief Executive Officer

EXHIBIT INDEX

Exhibit	Description of Exhibit
99.1	Material Change Report, dated December 17, 2019 – Underwritten Public Offering

Exhibit 99.1 included with this report on Form 6-K is hereby incorporated by reference as an exhibit to the Registrant's Registration Statement on Form F-10 (File No. 333-222413), as amended or supplemented.

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

Aurinia Pharmaceuticals Inc. (the “Company”)
#1203-4464 Markham Street
Victoria, BC V8Z 7X8
Canada

Item 2 Date of Material Change

December 9, 2019

Item 3 News Release

News releases were issued and disseminated by the Company through Business News Wire on December 9, 2019 and December 12, 2019.

Item 4 Summary of Material Change

On December 9, 2019, the Company announced it had commenced a registered underwritten public offering of its common shares (the “Offering”). On December 9, 2019, the Company further announced the pricing of the Offering of 11,115,165 common shares at a public price of US\$15.00 per share. The Company granted the Underwriters (defined below) an option exercisable, in whole or in part, in the sole discretion of the Underwriters, to purchase 1,667,274 additional shares, for a period of up to 30 days (the “Option”). The Option was exercised in full.

Jefferies LLC and SVB Leerink LLC acted as joint book-running managers for the Offering. H.C. Wainwright & Co. LLC, Oppenheimer & Co. Inc., and Bloom Burton Securities Inc. acted as co-managers for the Offering (collectively, the “Underwriters”).

Item 5 Full Description of Material Change

On December 9, 2019, the Company announced it had commenced the Offering. On December 9, 2019, the Company further announced the pricing of the Offering of 11,115,165 common shares at a public price of US\$15.00 per share. The Company granted the Underwriters the Option exercisable, in whole or in part, in the sole discretion of the Underwriters, to purchase 1,667,274 additional shares, for a period of up to 30 days. The Option was exercised in full.

Jefferies LLC and SVB Leerink LLC acted as joint book-running managers for the Offering. H.C. Wainwright & Co. LLC, Oppenheimer & Co. Inc., and Bloom Burton Securities Inc. acted as co-managers for the Offering.

The Offering closed on December 12, 2019. The shares were sold at a public offering price of US\$15.00 per share. The gross proceeds to the Company from this Offering were approximately US\$191.7 million, before deducting underwriting discounts and commissions and other estimated offering expenses.

The Company intends to use the net proceeds of the Offering for pre-commercialization and launch activities, as well as working capital and general corporate purposes.

Item 5.2 Disclosure of Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

No significant facts remain confidential in, and no information has been omitted from, this report.

Item 8 Executive Officer

For further information, please contact:

Mr. Michael R. Martin, Chief Operating Officer
250-708-4272
mmartin@auriniapharma.com

Item 9 Date of Report

December 17, 2019