

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

Novelion Therapeutics Inc.  
(Name of Issuer)

Common Shares, without par value  
(Title of Class of Securities)

67001K202  
(CUSIP Number)

May 15, 2019  
(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

- Rule 13d-1(b)  
 Rule 13d-1(c)  
 Rule 13d-1(d)

(Page 1 of 6 Pages)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

|   |   |   |
|---|---|---|
| <b>1</b>  | NAMES OF REPORTING PERSONS<br>Highbridge Capital Management, LLC  |   |
| <b>2</b>  | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/><br>(b) <input type="checkbox"/> |   |
| <b>3</b>  | SEC USE ONLY  |   |
| <b>4</b>  | CITIZENSHIP OR PLACE OF ORGANIZATION<br>State of Delaware   |   |
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON WITH | <b>5</b>  | SOLE VOTING POWER<br>0                            |
|   | <b>6</b>  | SHARED VOTING POWER<br>946,842 Common Shares      |
|   | <b>7</b>  | SOLE DISPOSITIVE POWER<br>0                       |
|   | <b>8</b>  | SHARED DISPOSITIVE POWER<br>946,842 Common Shares |
| <b>9</b>  | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>946,842 Common Shares                         |   |
| <b>10</b>   | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="checkbox"/>                 |   |
| <b>11</b>   | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)<br>4.97%  |   |
| <b>12</b>   | TYPE OF REPORTING PERSON<br>IA, OO  |   |

**Item 1(a). NAME OF ISSUER:**

The name of the issuer is Novelion Therapeutics Inc. (the "Company").

**Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:**

The Company's principal executive offices are located at c/o Norton Rose Fulbright, 1800 - 510 West Georgia Street, Vancouver, BC V6B 0M3 Canada.

**Item 2(a). NAME OF PERSON FILING:****Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:****Item 2(c). CITIZENSHIP:**

This statement is filed by:

Highbridge Capital Management, LLC  
40 West 57th Street, 32nd Floor  
New York, New York 10019  
Citizenship: State of Delaware

The foregoing is hereinafter sometimes referred to as the "Reporting Person."

**Item 2(d). TITLE OF CLASS OF SECURITIES:**

Common Shares, without par value (the "Common Shares").

**Item 2(e). CUSIP NUMBER:**

67001K202

**Item 3. IF THIS STATEMENT IS FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:**

- (a)  Broker or dealer registered under Section 15 of the Act,
- (b)  Bank as defined in Section 3(a)(6) of the Act,
- (c)  Insurance Company as defined in Section 3(a)(19) of the Act,
- (d)  Investment Company registered under Section 8 of the Investment Company Act of 1940,
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F),
- (g)  Parent Holding Company or control person in accordance with Rule 13d-1(b)(1)(ii)(G),

- (h)  Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act;
- (j)  A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_

**Item 4.****OWNERSHIP.**

- (a) Amount beneficially owned:

As of the date hereof, Highbridge Capital Management, LLC, as the trading manager of Highbridge MSF International Ltd. (formerly known as 1992 MSF International Ltd.) and 1992 Tactical Credit Master Fund, L.P., may be deemed to be the beneficial owner of the 946,842 Common Shares held by Highbridge MSF International Ltd. and 1992 Tactical Credit Master Fund, L.P.

- (b) Percent of class:

The percentages used herein and in the rest of this Schedule 13G/A are calculated based upon 19,043,618 Common Shares reported to be outstanding as of May 2, 2019, as reported in the Company's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2019 filed with the Securities and Exchange Commission on May 7, 2019. Therefore, as of the date hereof, Highbridge Capital Management, LLC may be deemed to beneficially own approximately 4.97% of the outstanding Common Shares.

The foregoing should not be construed in and of itself as an admission by the Reporting Person as to beneficial ownership of the Common Shares held by Highbridge MSF International Ltd. and 1992 Tactical Credit Master Fund, L.P.

- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote  
0
  - (ii) Shared power to vote or to direct the vote  
See Item 4(a)
  - (iii) Sole power to dispose or to direct the disposition of  
0
  - (iv) Shared power to dispose or to direct the disposition of  
See Item 4(a)

**Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.**

If this statement is being filed to report the fact that as of the date hereof the Reporting Person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following:

**Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.**

See Item 4.

**Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.**

Not applicable.

**Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.**

Not applicable.

**Item 9. NOTICE OF DISSOLUTION OF GROUP.**

Not applicable.

**Item 10. CERTIFICATION.**

Each Reporting Person hereby makes the following certification:

By signing below the Reporting Person certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

