

Townsend Raymond  
Form 4  
March 19, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Townsend Raymond

2. Issuer Name and Ticker or Trading Symbol  
Kindred Biosciences, Inc. [KIN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O KINDRED BIOSCIENCES, INC., 1555 BAYSHORE HIGHWAY, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2018

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

BURLINGAME, CA 94010

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	03/15/2018		M		1,760 A \$ 3.45	25,057	D
Common Stock	03/15/2018		S <sup>(1)</sup>		1,760 D \$ 9.45	23,297	D
Common Stock	03/15/2018		M		3,053 A \$ 3.45	26,350	D
Common Stock	03/16/2018		M		910 A \$ 3.45	27,260	D
Common Stock	03/16/2018		S <sup>(1)</sup>		910 D \$ 9.45	26,350	D

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Common Stock      03/16/2018      M      1,578      A      \$ 3.45      27,928      D

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 3.45	03/15/2018		M	1,760	<u>(2)</u> 01/08/2026	Common Stock	1,760
Stock Option (right to buy)	\$ 3.45	03/15/2018		M	3,053	<u>(2)</u> 01/08/2026	Common Stock	3,053
Stock Option (right to buy)	\$ 3.45	03/16/2018		M	910	<u>(2)</u> 01/08/2026	Common Stock	910
Stock Option (right to buy)	\$ 3.45	03/16/2018		M	1,578	<u>(2)</u> 01/08/2026	Common Stock	1,578

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

X

Townsend Raymond  
C/O KINDRED BIOSCIENCES, INC.  
1555 BAYSHORE HIGHWAY, SUITE 200  
BURLINGAME, CA 94010

## Signatures

/s/ Dietrick L. Miller,  
Attorney-in-Fact

03/19/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 30, 2017.
  - (2) The option vested 25% quarterly following January 8, 2016, the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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