SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 Add Liang Hong	F erson	2. Date of Event Requiring Stater Month/Day/Yea 10/03/2018	ment	3. Issuer Name and Ticker or Trading Symbol <u>Kodiak Sciences Inc.</u> [KOD]							
(Last) (First) (Middle) 2631 HANOVER STREET					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Children (give title Other (specify			5. If Amendment, Date of Original Filed (Month/Day/Year)6. Individual or Joint/Group Filing (Check			
(Street)					A below) See Remark	below)			able Line) Form filed by	/ One Reporting Person	
PALO ALTO CA 94304								Form filed by More than One Reporting Person			
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock					20,000	D)				
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 Securit Underlying Derivative Securit	/ (Instr. 4) Conver		sion (cise I	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)		
Stock Option (Right to Buy)			(1)	06/23/2026	Common Stock	112,000	1.04		D		
Stock Option (Right to Buy)			(2)	05/16/2027	Common Stock	20,000	1.06		D		
Stock Option (Right to Buy)			(3)	04/04/2028	Common Stock	99,800	5.38	3	D		
Stock Option (Right to Buy)			(4)	04/04/2028	Common Stock	74,300	5.38	3	D		

Explanation of Responses:

1. The Reporting Person was originally granted an option to purchase 132,000 shares. Twenty-Five percent of the shares subject to the option vested on December 7, 2016, and 1/48th of the shares subject to the option vest on the same day of each month thereafter. On August 30, 2018, the Reporting Person exercised 20,000 of those shares.

2. One-forty-eighth of the shares subject to the option vested on May 15, 2017, and 1/48th of the shares subject to the option vest on the same day of each month thereafter.

3. One-forty-eighth of the shares subject to the option vested on April 1, 2018, and 1/48th of the shares subject to the option vest on the same day of each month thereafter.

4. One-forty-eighth of the shares subject to the option vested on November 30, 2017, and 1/48th of the shares subject to the option vest on the same day of each month thereafter.

Remarks:

Senior Vice President, Discovery Medicine Power of Attorney

Barbara A. Mery, Attorney in fact for Hong Liang

10/03/2018

** 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.

POWER OF ATTORNEY

The undersigned, as a Section 16 reporting person of Kodiak Sciences Inc. (the "Company"), hereby constitutes and appoints each of the responsible attorneys and paralegals of Wilson Sonsini Goodrich & Rosati, Professional Corporation, the undersigned's true and lawful attorney-in-fact to:

- complete and execute Forms ID, 3,4 and 5 and other forms and all amendments thereto as such attorney-in-fact shall in his or her discretion determine to be required or advisable pursuant to Section 16 of the Securities Exchange Act of 1934 (as amended) and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Company; and
- do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Company and such other person or agency as the attorney-in-fact shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-infact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms ID, 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of September 24, 2018.

Signature: /s/ Hong Liang Hong Liang