

Kindred Biosciences, Inc.
Form SC 13G/A
February 14, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G/A
(Amendment No. 6)
UNDER THE SECURITIES EXCHANGE ACT OF 1934

Kindred Biosciences, Inc.
(Name of Issuer)

Common stock, \$0.0001 par value per share
(Title of Class of Securities)

494577109
(CUSIP Number)

December 31, 2018
(Date of Event Which Requires Filing of this Statement)

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

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

*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 not be subject to all other provisions of the Act (however, see the Notes).

NAMES OF REPORTING PERSONS.

1.

Richard Chin

2. CHECK THE APPROPRIATE BOX (a) ☐
IF A MEMBER OF A GROUP (b) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF
ORGANIZATION

United States

NUMBER
OF 5. SOLE VOTING POWER 3,222,332⁽¹⁾
SHARES
BENEFICIARILY OWNED
BY 7. SOLE DISPOSITIVE POWER 3,222,332⁽¹⁾
EACH
REPORTING
PERSON 8. JOINT DISPOSITIVE POWER 0
WITH

9. AGGREGATE AMOUNT BENEFICIALLY
OWNED BY EACH REPORTING PERSON.
3,222,332⁽¹⁾

10. CHECK BOX IF THE
AGGREGATE AMOUNT IN ROW
(9) EXCLUDES CERTAIN ☐
SHARES

11. PERCENT OF CLASS REPRESENTED BY
AMOUNT IN ROW (9)
9.16%⁽²⁾

12. TYPE OF REPORTING PERSON
IN

(1) Includes (i) 1,238,761 shares of common stock issuable to the reporting person upon exercise of stock options exercisable within 60 days of December 31, 2018; (ii) 37,500 shares of common stock issuable within 60 days of December 31, 2018, upon vesting of restricted stock units held by the reporting person; and (iii) 8,000 shares of common stock owned by the reporting person's four minor children who share the reporting person's household. This report should not be deemed an admission that the reporting person is the beneficial owner of his children's shares for any purpose.

(2) Beneficial ownership percentage is based upon (i) 33,913,168 shares of common stock issued and outstanding as of November 1, 2018, based on information reported by the Issuer in its Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on November 7, 2018; (ii) 1,238,761 shares of common stock underlying the stock options that are exercisable within 60 days of December 31, 2018 which are deemed outstanding pursuant to SEC Rule 13-3(d)(1)(i) and (iii) 37,500 shares of common stock issuable upon vesting of restricted stock units held by the reporting person.

Item 1(a). Name of Issuer.

The name of the issuer is Kindred Biosciences, Inc. (the "Issuer").

Item 1(b). Address of Issuer's Principal Executive Offices.

The address of the Issuer's principal executive office is 1555 Bayshore Highway, Suite 200, Burlingame, California 94010.

Item 2(a). Name of Person Filing.

The name of the person filing is Richard Chin, an individual (the "Reporting Person").

Item 2(b). Address of Principal Business Office, or, if None, Residence.

The residence of the Reporting Person is 1555 Bayshore Highway, Suite 200, Burlingame, CA 94010.

Item 2(c). Citizenship.

The Reporting Person is a United States citizen.

Item 2(d). Title of Class of Securities.

The title of the class of securities to which this statement relates is the common stock, \$0.0001 par value per share of the Issuer (the "Common Stock").

Item 2(e). CUSIP No.

The CUSIP number for the Common Stock is 494577109.

Item 3. If This Statement is Filed Pursuant to Rule 13d-1(b) or 13d-2(b), 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) ☐ Investment Adviser registered under section 203 of the Investment Advisers Act of 1940
- (f) ☐ Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F)
- (g) ☐ Parent Holding Company, in accordance with Rule 13d-1(b)(1)(ii)(G) (Note: See Item 7)
- (h) ☐ Group, in accordance with Rule 13d-1(b)(1)(ii)(H).

Item 4. Ownership.

The information required by Items 4(a) - (c) is set forth in Rows 5 - 11 of the cover pages and is incorporated herein by reference.

Item 5. Ownership of Five Percent or Less of a Class.

If this Schedule 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 five percent of the class of securities, check the following ☐.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not Applicable.

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. Certifications.

By signing below I certify that, to the best of my 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.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14,
2019

/s/ Richard Chin
Richard Chin