Kindred Biosciences, Inc.

Form 3

December 11, 2013

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting

Person *

Sundlof Stephen

(Last)

(First)

Statement

(Month/Day/Year)

12/11/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Kindred Biosciences, Inc. [KIN]

C/O KINDRED BIOSCIENCES,

INC., 1499 BAYSHORE HIGHWAY, SUITE 226

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Senior Vice President

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Street)

(Middle)

Director _X__ Officer (give title below) (specify below)

10% Owner Other

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

X Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

BURLINGAME, CAÂ 94010

(City) (State)

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form:

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

4.

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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)

Exercisable

3. Title and Amount of Securities Underlying Derivative Security

Title

5. Conversion

Ownership Form of or Exercise Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4)

Expiration

Date

Amount or Number of Derivative Security

Price of

Security: Direct (D)

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				Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy) (1)	(2)	08/29/2023	Common Stock	50,000	\$ 1.37	D	Â
Stock Option (right to buy) (1)	(3)	11/09/2023	Common Stock	50,000	\$ 3.83	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
. F	Director	10% Owner	Officer	Other	
Sundlof Stephen C/O KINDRED BIOSCIENCES, INC. 1499 BAYSHORE HIGHWAY, SUITE 226 BURLINGAME, Â CAÂ 94010	Â	Â	Senior Vice President	Â	

Signatures

/s/ Stephen
Sundlof

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Granted pursuant to the Issuer's 2012 Equity Incentive Plan
- (2) 12,500 of the shares subject to the option will vest on August 26, 2014, with the remaining shares vesting in equal monthly installments over the ensuing 36 months, subject to the Reporting Person's continued employment with the Issuer through the applicable vesting dates.
- (3) 12,500 of the shares subject to the option will vest on November 9, 2014, with the remaining shares vesting in equal monthly installments over the ensuing 36 months, subject to the Reporting Person's continued employment with the Issuer through the applicable vesting dates.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2