

Kindred Biosciences, Inc.  
Form POS EX  
April 03, 2014

As filed with the Securities and Exchange Commission on April 3, 2014 Registration No. 333-194660

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

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POST-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-1  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

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KINDRED BIOSCIENCES, INC.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	2834 (Primary Standard Industrial Classification Code Number)	46-1160142 (I.R.S. Employer Identification No.)
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1499 Bayshore Highway, Suite 226  
Burlingame, California 94010  
(650) 701-7901  
(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

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Richard Chin, M.D.  
President and Chief Executive Officer  
Kindred Biosciences, Inc.  
1499 Bayshore Highway, Suite 226  
Burlingame, California 94010  
(650) 701-7901  
(Name, address, including zip code, and telephone number, including area code, of agent for service)  
Copies to:

Sanford J. Hillsberg, Esq.  
Dale E. Short, Esq.  
TroyGould PC  
1801 Century Park East, 16<sup>th</sup> Floor  
Los Angeles, California 90067  
(310) 553-4441

Stuart Bressman, Esq.  
Proskauer Rose LLP  
Eleven Times Square  
New York, New York 10036  
(212) 969-2900

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Approximate date of commencement of proposed sale to the public: As soon as practicable after this Registration Statement is declared effective.

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box.

If this form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer	<input type="radio"/>	Accelerated filer	<input type="radio"/>
Non-accelerated filer	<input checked="" type="checkbox"/>	Smaller reporting company	<input type="radio"/>

(Do not check if a smaller reporting company)

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**EXPLANATORY NOTE**

This Post-Effective Amendment to Registration Statement on Form S-1 (Reg. No. 333-194660) is being filed pursuant to Rule 462(d) under the Securities Act of 1933, as amended, for the sole purpose of replacing Exhibit 5.1 to the Registration Statement.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, in Burlingame, California, on April 2, 2014.

KINDRED BIOSCIENCES, INC.

By: /s/ Richard Chin, M.D.  
Richard Chin, M.D.  
President and Chief Executive Officer

POWER OF ATTORNEY

Pursuant to the requirements of the Securities Act, this registration statement has been signed by the following persons on behalf of the registrant and in the capacities and on the dates indicated:

Signature	Title	Date
/s/ Richard Chin, M.D. Richard Chin, M.D.	President, Chief Executive Officer and Director (Principal Executive Officer)	April 2, 2014
/s/ Stephen S. Galliker Stephen S. Galliker	Chief Financial Officer (Principal Financial and Accounting Officer)	April 2, 2014
/s/ Ernest Mario* Ernest Mario	Director	April 2, 2014
/s/ Ervin Veszprémi* Ervin Veszprémi	Director	April 2, 2014
/s/ Oleg Nodelman* Oleg Nodelman	Director	April 2, 2014
/s/ Raymond Townsend, Pharm.D.* Raymond Townsend	Director	April 2, 2014
*By: /s/ Richard Chin, M.D. Richard Chin, M.D.	Attorney-in-Fact	April 2, 2014

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EXHIBIT INDEX

Exhibit No. Description

5.1 Opinion of TroyGould PC