

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Address of Reporting Person* <u>EHRlich JASON</u> (Last) (First) (Middle) 1200 PAGE MILL ROAD (Street) PALO ALTO CA 94304 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Kodiak Sciences Inc. [KOD]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) 06/11/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/11/2021		M		2,900	A	(1)	66,115 ⁽²⁾	D	
Common Stock	06/15/2021		S ⁽³⁾		1,147	D	\$84.75	64,968	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$73.51	06/11/2021		A		18,450		(4)	12/29/2029	Common Stock	18,450	\$0.00	18,450	D	
Restricted Stock Units	(1)	06/11/2021		A		11,600		(4)	(4)	Common Stock	11,600	\$0.00	11,600	D	
Restricted Stock Units	(1)	06/11/2021		M			2,900	(4)	(4)	Common Stock	2,900	\$0.00	8,700	D	

Explanation of Responses:

- Each restricted stock unit ("RSU") represents a contingent right to receive one (1) share of the Issuer's common stock.
- Includes 54 shares acquired under the 2018 Employee Stock Purchase Plan on May 31, 2021.
- The sale was made to cover tax withholding obligations in connection with vesting and settlement of 1/4th of the Reporting Person's performance-based RSU granted on December 30, 2019.
- On December 30, 2019 the Reporting Person was awarded a performance-based award. 1/4th of the award vested on June 11, 2021 upon the achievement of certain performance criteria ("Performance Achievement Date"); thereafter, the award will vest in three equal annual installments on each of the first, second, and third anniversaries of the Performance Achievement Date, subject, in each case, to the Reporting Person's status as a Service Provider (as defined in the 2018 Equity Incentive Plan) on each vesting date.

Remarks:

Chief Medical Officer and Chief Development Officer

/s/ David Peinsipp, Attorney-in-Fact for Jason Ehrlich 06/15/2021

** 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 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).

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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