SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL SECORITIES

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

Sommadossi Jean-Pierre	2. Date of Event Requiring Statement (Month/Day/Year) 06/20/2018 3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Kezar Life Sciences, Inc.</u> [KZR]							
(Last) (First) (Middle) C/O KEZAR LIFE SCIENCES, INC. 4000 SHORELINE COURT, SUITE 300			4. Relationship of Reporting Perso (Check all applicable) X Director Officer (give title	on(s) to Issue 10% Owne Other (spe	er (Mor	nth/Day/Year)	ate of Original Filed	
(Street) SOUTH SAN FRANCISCO CA 94080			below)	below)	Appl	icable Line) Form filed b	/Group Filing (Check y One Reporting Person y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownersh Form: Direc or Indirect ( (Instr. 5)	ct (D)   (Instr	4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock			90,601	Ι	I By JPM Partners, LLC			
Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exerce Expiration Day/	ate	3. Title and Amount of Securit Underlying Derivative Securit		4. Conversion or Exercise	ercise Form: (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)	04/15/2028	Common Stock	8,896	5.91	D		
Series A Convertible Perferred Stock	(2)	(2)	Common Stock	52,581	(2)	I	By JPM Partners, LLC	
Series B Convertible Perferred Stock	(2)	(2)	Common Stock	35,258	(2)	I	By JPM Partners, LLC	

Explanation of Responses:

1. One-hundred percent (100%) of the shares subject to the option shall vest on January 1, 2019, subject to Reporting Person continuing to provide service through such date.

2. Each share of Series A Convertible Preferred Stock and Series B Convertible Preferred Stock is convertible at any time, at the option of the holder, into Common Stock, on a one-for-one basis, has no expiration date and will convert into shares of Common Stock upon the closing of the Issuer's initial public offering.

Remarks:

Laura Berezin, Attorney-in-**Fact** 

06/20/2018

\*\* 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.

STATEMENT OF BENEFICIAL OWNERSHIP OF	
SECURITIES	

## POWER OF ATTORNEY

## (For Executing Form ID and Forms 3, 4 and 5)

Know all by these presents, that the undersigned hereby constitutes and appoints each of Laura Berezin of Cooley LLP, and John F. Fowler, Christopher J. Kirk, Marc Belsky and Michael Wolfe of Kezar Life Sciences, Inc. (the "Company"), signing individually, the undersigned's true and lawful attorneys-in fact and agents to:

(1) Prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the Securities and Exchange Commission (the "SEC"), a Form ID and Forms 3, 4 and 5 (including amendments thereto and joint filing agreements in connection therewith) in accordance with Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder, in the undersigned's capacity as an officer, director or beneficial owner of more than 10% of a registered class of securities of the Company;

(2) Do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to prepare and execute any such Form ID and Forms 3, 4 or 5 (including amendments thereto and joint filing agreements in connection therewith) and file such forms with the SEC and any stock exchange, self-regulatory association or any similar authority; and

(3) Take any other action of any type whatsoever in connection with the foregoing that, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required of the undersigned, it being understood that the documents executed by the attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as the attorney-in-fact may approve in the attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, and their substitutes, 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 Exchange Act.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the Company and the foregoing attorneys-in fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company or employed by or a partner at Cooley LLP or another law firm representing the Company, as applicable.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date written below.

Date: June 14, 2018 By: /s/ Jean-Pierre Sommadossi Jean-Pierre Sommadossi