FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

|  | Washington, | D.C. | 20549 |  |
|--|-------------|------|-------|--|
|--|-------------|------|-------|--|

| <b>STATEMENT</b> | <b>OF CHANGES</b> | IN BENEFICIAL | <b>OWNERSHIP</b> |
|------------------|-------------------|---------------|------------------|

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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*  BERGER FRANKLIN M  (Last) (First) (Middle)  C/O KEZAR LIFE SCIENCES, INC.  4000 SHORELINE COURT, SUITE 300   |                |                                  |             |       |   |       |   |                    |                 |                          |             |  |   |   |                       | k all applica  | able)  | g Perso                                 | on(s) to Issu<br>10% Ow                             | ner        |
|--|----------------|----------------------------------|-------------|-------|---|-------|---|--------------------|-----------------|--------------------------|-------------|--|---|---|-----------------------|--|--|---|---|------------|
|  |                |                                  |             |       | 3. Date of Earliest Transaction (Month/Day/Year) 06/25/2018   |       |   |                    |                 |                          |             |  |   | Officer (give title below)  |                       | Other (<br>below)  |  | pecify                                  |   |            |
| (Street) SOUTH SAN FRANCISCO CA 94080 (City) (State) (Zip)   |                |                                  |             | 4.    | 4. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person |       |   |                    |                 |                          |             |  |   |   |                       |  |  |   |   |            |
|  |                | Tal                              | ble I - Noi | n-Der | ivativ  | /e Se | curi  | ties Ac            | quired          | l, Di                    | sp          | osed o   | f, or Be  | nefi  | cially                | Owned  |  |   |   |            |
| 1. Title of S  | ecurity (Insti | ·. 3)                            |             | Date  | 2. Transaction<br>Date<br>(Month/Day/Year)  |       | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |                    | Code            | Transaction Code (Instr. |             | 4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4 |   | or 5. Amoun<br>Securities<br>Beneficial<br>Owned Fo                         |                       | i<br>Iy  | Form   | : Direct I<br>· Indirect E<br>str. 4) ( | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |            |
|  |                |                                  |             |       |   |       |   |                    | Code            | Code V                   |             | Amount   | (A) (D)   | (A) or (D)  |                       | Reported<br>Transaction<br>(Instr. 3 ar                                  |  |   | 1   | (Instr. 4) |
| Common Stock   |                | 06/                              | 06/25/2018  |       |   |       | С   |                    |                 | 262,90                   | )7 <i>F</i> | 1  | (1)   | 316,081   |                       |  | D  |   |   |            |
| Common   | Stock          |                                  |             | 06/   | 25/20   | 18    |   |                    | С               |                          |             | 197,07   | 76 A  |   | (1)                   | 513,   | 157  |   | D   |            |
| Common   | Stock          |                                  |             | 06/   | 25/20   | 18    |   |                    | P               |                          |             | 50,00  | 0 A   |   | \$ <del>15</del>      | 563,   | 157  |   | D   |            |
|  |                |                                  | Table II -  |       |   |       |   | es Acqı<br>arrants |                 |                          |             |  |   |   |                       | wned   |  |   |   |            |
| L. Title of Derivative Conversion or Exercise Price of Derivative Security  (Instr. 3)    A. Transaction Date (Month/Day/Year)   Execution if any (Month/Day Security   Conversion   Conver |                | Date, Transaction<br>Code (Instr |             |       |   |       | 6. Date Exercisa<br>Expiration Date<br>(Month/Day/Yea       |                    | ate             | of Securities            |             |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number derivative Securitie Beneficia Owned Following Reported Transacti | e<br>s<br>ally<br>g   | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |   |            |
|  |                |                                  |             |       | Code  | v     | (A)   | (D)                | Date<br>Exercis | able                     |             | xpiration<br>ate   | Title   | or<br>Nur   | ount<br>nber<br>hares |  | (Instr. 4)   | ion(s)                                  |   |            |
| Series A<br>Convertible<br>Preferred<br>Stock  | (1)            | 06/25/2018                       |             |       | С   |       |   | 262,907            | (1)             |                          |             | (1)  | Common<br>Stock                                     | 262   | 2,907                 | \$0.00   | 0  |   | D   |            |
| Series B<br>Convertible<br>Preferred   | (1)            | 06/25/2018                       |             |       | С   |       |   | 197,076            | (1)             |                          |             | (1)  | Common<br>Stock                                     | 19  | 7,076                 | \$0.00   | 0  |   | D   |            |

## **Explanation of Responses:**

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

## Remarks:

/s/ Laura Berezin, Attorney-in-

06/27/2018

\*\* 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 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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