

Akebia Therapeutics, Inc.  
Form 4/A  
July 02, 2015

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Hadas Nicole R.

(Last) (First) (Middle)

C/O AKEBIA THERAPEUTICS, INC., 245 FIRST STREET, SUITE 1100

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Akebia Therapeutics, Inc. [AKBA]

3. Date of Earliest Transaction (Month/Day/Year)  
01/01/2015

4. If Amendment, Date Original Filed (Month/Day/Year)  
01/05/2015

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
SVP, General Counsel, Sec.

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount	(A) or (D)	Price
Common Stock <sup>(1)</sup>	01/02/2015		S			1,715	D	\$ 11.4607
						<u>(2)</u>		<u>(3)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hadas Nicole R. C/O AKEBIA THERAPEUTICS, INC. 245 FIRST STREET, SUITE 1100 CAMBRIDGE, MA 02142			SVP, General Counsel, Sec.	

**Signatures**

John P. Butler, Attorney-in-Fact for Nicole R. Hadas	07/02/2015
**Signature of Reporting Person	Date

**Explanation of Responses:**

- \* 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).
- (1) 72,623 shares of restricted stock (as adjusted from 41,499 shares prior to the 1.75-for-1 stock split effected on March 6, 2014) were awarded on December 23, 2013. Twenty-five percent of the shares vested on December 2, 2014. The remaining shares vest in equal quarterly installments over the following three years until fully vested.
- (2) Shares sold by reporting person pursuant to a 10b5-1 plan to pay taxes in connection with the vesting of restricted stock pursuant to the December 23, 2013 award described in footnote 1.
- (3) The price reported in this Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$11.25 to \$11.64, inclusive. The reporting person undertakes to provide Issuer, any security holder of Issuer, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

**Remarks:**

This Form 4/A amends the Form 4 filing made on behalf of the Reporting Person on January 5, 2015. The Form 4, as originally filed, reported that the amount of securities beneficially owned in Table I, Column 5 as of January 1, 2015 was incorrectly reported as 74,752. This Form 4/A amends that amount to 73,037. The amount of securities beneficially owned in Table I, Column 5 as of January 2, 2015 was incorrectly reported as 73,037. This Form 4/A amends that amount to 72,623.

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Footnote 4 in the January 5, 2015 filing incorrectly stated that shares were purchased when they were in fact sold.

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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