SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Common Stock

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287
Estimated average b	urden
hours per response:	0.5

See

Footnotes⁽⁴⁾⁽⁵⁾

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Instruction 1(b)).	Fi		Irsuant to Section 1 or Section 30(h) of t								I
1. Name and Address of Reporting Person* ORBIMED ADVISORS LLC (Last) (First) (Middle) 601 LEXINGTON AVENUE 54TH FLOOR				2. Issuer Name and Ticker or Trading Symbol <u>Kinnate Biopharma Inc.</u> [KNTE] 3. Date of Earliest Transaction (Month/Day/Year) 02/11/2022						Relationship of Re Check all applicable X Director	(s) to Issuer 10% Owner	
										Officer (give title Other (spec below) below)		
(Street) NEW YORK	NY (State)	10022-4269 (Zip)	4	I. If Amendment, D	ate of O	origina	I Filed (Month/	Day/Yea			Group Filing (C ny One Reportin ny More than Or	g Person
	1	able I - Non-Deri	ivativ	ve Securities	Acqui	red,	Disposed	of, or	Benefic	ially Owned		
1. Title of Security (Instr. 3)		2. Transactio Date (Month/Day/		2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction Code (Instr. 8)						5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	:	02/11/20)22		Р		156,000(1)	A	\$10.22	3,469,330	I	See Footnotes ⁽²⁾⁽⁵⁾
Common Stock		02/14/20)22		Р		20,700 ⁽¹⁾	A	\$9.98	3,490,030	I	See Footnotes ⁽²⁾⁽⁵⁾
Common Stock	:	02/14/20)22		Р		10,000(1)	A	\$9.89	3,500,030	I	See Footnotes ⁽²⁾⁽⁵⁾
Common Stock		02/15/20)22		Р		9,000 ⁽¹⁾	A	\$9.96	3,509,030	I	See Footnotes ⁽²⁾⁽⁵⁾
Common Stock										84,599	I	See Footnotes ⁽³⁾⁽⁵⁾

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. Transa Code (8)		of Deriv	r osed) r. 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	Amou Secu Unde Deriv	rities rlying ative rity (Instr.	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)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

				Co					
1. Name and Address of Reporting Person* ORBIMED ADVISORS LLC									
(Last) 601 LEX 54TH FL	INGTON A	(Middle)							
(Street) NEW YC	ORK	NY	10022-4269						
(City)		(State)	(Zip)						
1. Name ar OrbiMe	1								
(Last) 601 LEX	INGTON A	(First) VENUE	(Middle)						

54TH FLOOR						
(Street) NEW YORK	NY	10022-4629				
(City)	(State)	(Zip)				
1. Name and Address OrbiMed Gene						
(Last) 601 LEXINGTON 54TH FLOOR	(First) AVENUE	(Middle)				
(Street) NEW YORK	NY	10022-4629				
(City)	(State)	(Zip)				
1. Name and Address of Reporting Person [*] ORBIMED CAPITAL LLC						
(Last) 601 LEXINGTON 54TH FLOOR	(First) AVENUE	(Middle)				
(Street) NEW YORK	NY	10022-4629				
(City)	(State)	(Zip)				

Explanation of Responses:

1. These shares of the Issuer's common stock were purchased in a block order at the price stated in Table I.

2. These securities are held of record by OrbiMed Private Investments VII, LP ("OPI VII"). OrbiMed Capital GP VII LLC ("GP VII") is the general partner of OPI VII and OrbiMed Advisors LLC ("OrbiMed Advisors") is the managing member of GP VII. By virtue of such relationship, OrbiMed Advisors and GP VII may be deemed to have voting power and investment power over the securities held by OPI VII and, as a result, may be deemed to have beneficial ownership over such securities. OrbiMed Advisors exercises voting and investment power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the securities held by OPI VII.

3. These securities are held of record by OrbiMed Genesis Master Fund, L.P. ("OrbiMed Genesis"). OrbiMed Genesis GP LLC ("Genesis GP") is the general partner of OrbiMed Genesis. OrbiMed Advisors LLC ("OrbiMed Advisors"), a registered investment adviser under the Investment Advisors Act of 1940, as amended, is the managing member of Genesis GP. By virtue of such relationship, OrbiMed Advisors and Genesis GP may be deemed to have voting power and investment power over the securities held by OrbiMed Genesis and, as a result, may be deemed to have beneficial ownership over such securities. OrbiMed Advisors exercises voting and investment power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the securities held by OrbiMed Genesis.

4. These securities are held of record by OrbiMed Partners Master Fund Limited ("OPM"). OrbiMed Capital LLC ("OrbiMed Capital") is the investment advisor to OPM. OrbiMed Capital is a relying advisor of OrbiMed Advisors. OrbiMed Advisors and OrbiMed Capital exercise voting and investment power through a management committee comprised of Carl L. Gordon, Sven H. Borho, and W. Carter Neild, each of whom disclaims beneficial ownership of the shares held by OPM.

5. This report on Form 4 is jointly filed by GP VII, OrbiMed Advisors, Genesis GP, and OrbiMed Capital. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein for purposes of Rule 16a-1(a) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), except to the extent of its pecuniary interest therein, if any. OrbiMed Advisors and GP VII have designated Carl L. Gordon ("Gordon"), a member of OrbiMed Advisors, to serve on the Issuer's board of directors. This report shall not be deemed an admission that any of the Reporting Persons, or Gordon, is a beneficial owner of such securities for the purpose of Section 16 of the Exchange Act, or for any other purpose

<u>/s/ Carl Gordon, Member of</u> <u>OrbiMed Advisors LLC</u>	<u>02/15/2022</u>
<u>/s/ Carl Gordon, Member of</u> <u>the Managing Member of</u> <u>OrbiMed Capital GP VII LLC</u>	<u>02/15/2022</u>
<u>/s/ Carl Gordon, Member of</u> <u>the Managing Member of</u> <u>OrbiMed Genesis GP LLC</u>	<u>02/15/2022</u>
<u>/s/ Carl Gordon, Member of</u> OrbiMed Capital LLC	<u>02/15/2022</u>
** 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.

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.