SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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*<br>JANNEY DANIEL  | 2. Date of Eve<br>Requiring State<br>(Month/Day/Ye<br>09/19/2017 | ement      | 3. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Krystal Biotech, Inc.</u> [ KRYS ] |  |                                  |   |   |   |  |
|--|--|------------|---|--|----------------------------------|---|---|---|--|
| (Last) (First) (Middle)<br>C/O KRYSTAL BIOTECH, INC.   | 03/13/2017   |            |   | ionship of Reporting Pers<br>all applicable)<br>Director | 10% Owner                        |   | 5. If Amendment, Date of Original Filed<br>(Month/Day/Year)<br>09/19/2017 |   |  |
| 2100 WHARTON STREET, SUITE 701   |  |            |   | Officer (give title<br>below)                            | Other (spe<br>below)             | 6.  | 6. Individual or Joint/Group Filing (Check<br>Applicable Line)            |   |  |
| (Street)<br>PITTSBURGH PA 15203  |  |            |   |  |                                  |   | X Form filed b  | y One Reporting Person<br>y More than One<br>erson          |  |
| (City) (State) (Zip)   |  |            |   |  |                                  |   |   |   |  |
| Table I - Non-Derivative Securities Beneficially Owned   |  |            |   |  |                                  |   |   |   |  |
| 1. Title of Security (Instr. 4)  |  |            |   | nt of Securities<br>ally Owned (Instr. 4)                |                                  |   | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5)                  |   |  |
| Common Stock   |  |            |   | 130,590  | I <sup>(1)</sup> See             |   | ee footnotes <sup>(2)(3)</sup>  |   |  |
| Table II - Derivative Securities Beneficially Owned   (e.g., puts, calls, warrants, options, convertible securities) |  |            |   |  |                                  |   |   |   |  |
| 1. Title of Derivative Security (Instr. 4)   | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year)   |            | 3. Title and Amount of Securitie<br>Underlying Derivative Security                          |  |                                  | 4.<br>Conversion<br>or Exercise<br>Price of |   | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |  |
|  | Date<br>Exercisable  |            |   |  | Amount or<br>Number of<br>Shares | Derivative<br>Security                      |   |   |  |
| Series A Convertible Preferred Stock <sup>(4)</sup>  | (4)  | (4)        | (   | Common Stock   | 124,456 <sup>(5)</sup>           | (4)   | I   | See footnotes <sup>(2)(3)</sup>                             |  |
| Stock Option (Right to Buy)  | 11/10/2020 <sup>(6)</sup>  | 11/09/2026 | (   | Common Stock   | 37,894                           | 2.46 <sup>(7)</sup>                         | D   |   |  |

Explanation of Responses:

1. These shares were incorrectly reported as being owned directly in the reporting person's original Form 3, filed September 19, 2017.

2. Directly beneficially owned by Alta Bioequities, L.P.

3. Alta Bioequities Management, LLC is the general partner of Alta Bioequities, L.P. and may be deemed to have sole voting and investment power over the shares beneficially owned by Alta Bioequities, L.P. The reporting person is the Managing Director of Alta Bioequities Management, LLC. The reporting person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein. 4. The Series A convertible preferred stock will automatically convert on a one-to-one basis into 124,456 shares of common stock upon the closing of Krystal Biotech, Inc.'s initial public offering.

5. These shares were incorrectly included in the Non-Derivative Securities table in the reporting person's original Form 3, filed September 19, 2017.

6. The options were awarded on November 10, 2016 and vest ratably over a four-year period.

7. The exercise price was incorrectly reported in the reporting person's original Form 3, filed September 19, 2017.

**Remarks:** 

/s/ Katherine A. Shaia, as 09/25/2017 attorney-in-fact for Daniel S. Janney Date

\*\* Signature of Reporting Person

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.