

AKEBIA THERAPEUTICS, INC.

Filed by
NOVARTIS BIOVENTURES LTD

FORM SC 13G/A (Amended Statement of Ownership)

Filed 11/07/17

Address	245 FIRST STREET SUITE 1100 CAMBRIDGE, MA, 02142
Telephone	617-871-2098
CIK	0001517022
Symbol	AKBA
Fiscal Year	12/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934*
(Amendment No. 1)*

Akebia Therapeutics, Inc.

(Name of Issuer)

Common Stock, par value \$0.00001 per share

(Title of Class of Securities)

00972D105

(CUSIP Number)

November 3, 2017

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 Names of Reporting Persons
I.R.S. Identification Nos. of Above Persons (Entities Only)
NOVARTIS BIOVENTURES LTD.

2 Check the Appropriate Box if a Member of a Group*

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
SWITZERLAND

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
2,312,403

7 Sole Dispositive Power
0

8 Shared Dispositive Power
2,312,403

9 Aggregate Amount Beneficially Owned by Each Reporting Person
2,312,403

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row 9
4.9%

12 Type of Reporting Person
CO

1 Names of Reporting Persons
I.R.S. Identification Nos. of Above Persons (Entities Only)
NOVARTIS AG

2 Check the Appropriate Box if a Member of a Group*

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
SWITZERLAND

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
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10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares

11 Percent of Class Represented by Amount in Row 9
4.9%

12 Type of Reporting Person
CO

Item 1(a).	Name of Issuer: Akebia Therapeutics, Inc. (the "Issuer")
Item 1(b).	Address of Issuer's Principal Executive Offices: 245 First Street, Suite 1100, Cambridge MA 02142,
Item 2(a).	Name of Person Filing: This statement is filed on behalf of the following persons with respect to shares of common stock of the Issuer: (i) Novartis Bioventures Ltd., a Swiss corporation, with respect to shares held by it; and (ii) Novartis AG, a Swiss corporation, as the publicly owned parent of Novartis Bioventures Ltd., with respect to the shares held by Novartis Bioventures Ltd The foregoing persons are hereinafter referred to collectively as the "Reporting Persons."
Item 2(b).	Address of Principal Business Office or, if none, Residence: The address of the principal business office of Novartis Bioventures Ltd. and Novartis AG is Lichtstrasse 35, 4056 Basel, Switzerland.
Item 2(c).	Citizenship: Novartis Bioventures Ltd. is a corporation organized under the laws of Switzerland and is an indirect wholly-owned subsidiary of Novartis AG. Novartis AG is a corporation organized under the laws of Switzerland and is the publicly owned parent of Novartis Bioventures Ltd.
Item 2(d).	Title of Class of Securities: Common Stock, par value \$0.00001 per share (the "Common Stock")
Item 2(e).	CUSIP Number: 00972D 105
Item 3.	Not applicable.

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the Issuer identified in Item 1.

- (a) Amount beneficially owned:
Novartis Bioventures, Ltd. is the record owner of 2,312,403 shares of Common Stock of the Issuer. As the indirect parent of Novartis Bioventures, Ltd, Novartis AG may be deemed to beneficially own these securities.
-
- (b) Percent of class:
4.9%
-
- (c) Number of shares as to which such person has:
-
- (i) Sole power to vote or to direct the vote:
Not applicable.
-
- (ii) Shared power to vote or to direct the vote:
2,312,403
-
- (iii) Sole power to dispose or to direct the disposition of:
Not applicable.
-
- (iv) Shared power to dispose or to direct the disposition of:
2,312,403
-

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under § 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: November 7, 2017

NOVARTIS BIOVENTURES LTD.

By: /s/ Bartosz Dzikowski
Name: Bartosz Dzikowski
Title: Secretary of the Board

By: /s/ Beat Steffen
Name: Beat Steffen
Title: Authorized Signatory

NOVARTIS AG

By: /s/ Bartosz Dzikowski
Name: Bartosz Dzikowski
Title: Authorized Signatory

By: /s/ Giovanni Ferrara
Name: Giovanni Ferrara
Title: Authorized Signatory

INDEX EXHIBIT

SCHEDULE 13G

Exhibit Number	Exhibit Description
99	Joint Filing Agreement

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of such a statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock, par value \$0.00001 per share, of Akebia Therapeutics, Inc. and further agree that this Joint Filing Agreement shall be included as an exhibit to such joint filing.

The undersigned further agree that each party hereto is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein; provided that no party is responsible for the completeness or accuracy of the information concerning any other filing party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original instrument, but all of such counterparts together shall constitute one agreement.

In evidence thereof, the undersigned, being duly authorized, hereby execute this Joint Filing Agreement as of November 7, 2017.

NOVARTIS BIOVENTURES LTD.

By: /s/ Bartosz Dzikowski
Name: Bartosz Dzikowski
Title: Secretary of the Board

By: /s/ Beat Steffen
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