

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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1. Name and Address of Reporting Person* <u>Nash Duane</u>  (Last) (First) (Middle) <u>C/O AKEBIA THERAPEUTICS, INC.</u> <u>245 FIRST STREET, SUITE 1100</u>  (Street) <u>CAMBRIDGE MA 02142</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Akebia Therapeutics, Inc. [ AKBA ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/23/2014</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>12/29/2014</u>	

**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>	12/23/2014		A		23,762 <sup>(1)</sup>	A	\$11.54 <sup>(2)</sup>	23,762	D	
Common Stock	12/24/2014		S		6,764 <sup>(3)</sup>	D	\$11.2639	16,998	D	
Common Stock	12/26/2014		S		5,169 <sup>(3)</sup>	D	\$11.1909 <sup>(4)</sup>	11,829	D	

**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. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)					

**Explanation of Responses:**

- 47,525 shares of restricted stock (as adjusted from 27,157 shares prior to the 1.75-for-1 stock split effected on March 6, 2014) were awarded on December 23, 2013. Fifty percent of the shares vested on December 23, 2014. The remaining fifty percent vest ratably on the first day of each calendar quarter over three years from the first anniversary of the grant date until fully vested, assuming continued service through the applicable vesting date.
- Price represents the selling price of the Issuer's common stock on December 23, 2014.
- 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.
- The price reported in this Column 4 is a weighted average price. The shares were purchased in multiple transactions at prices ranging from \$10.96 to \$11.28, 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 purchased 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 December 29, 2014, as amended on January 5, 2015. The Form 4, as originally filed, incorrectly reported the time-based vesting of 23,762 shares of restricted stock on December 23, 2014, which restricted stock had previously been reported in Table I. The amount of securities beneficially owned in Table I, Column 5 as of December 24, 2014 was incorrectly reported as 16,998. The correct total on December 24, 2014 should have been reported as 40,761. The amount of securities beneficially owned in Table I, Column 5 as of December 26, 2014 was incorrectly reported as 11,829. The correct total on December 29, 2014 should have been reported as 35,592.

Nicole R. Hadas, Attorney-in-Fact for Duane Nash 06/09/2015

\*\* 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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