



DIVISION OF
CORPORATION FINANCE

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

November 12, 2019

John A. Borgeson
Chief Financial Officer
Kodiak Sciences Inc.
2631 Hanover Street
Palo Alto, California 94304

**Re: Kodiak Sciences Inc.
Registration Statement on Form S-3
Filed November 1, 2019
File No. 333-234443**

Dear Mr. Borgeson:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Please contact Gregory Dundas, Attorney Adviser, at (202) 551-3436 with any questions.

Sincerely,

Division of Corporation Finance
Office of Life Sciences

cc: Carlton Fleming, Esq.