

Jounce Therapeutics, Inc.  
 Form 3  
 January 26, 2017

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Celgene Switzerland LLC		(Month/Day/Year)	Jounce Therapeutics, Inc. [JNCE]	
(Last)	(First)	(Middle)	01/26/2017	
AON HOUSE,Â 30		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
WOODBOURNE AVENUE				
(Street)		(Check all applicable)		
PEMBROKE,Â D0Â HM 08		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below)		6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

**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 Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable    Expiration Date	Title    Amount or Number of Shares			

(Instr. 5)

Series B-1 Preferred Stock  $\hat{\text{A}}$  (1)       $\hat{\text{A}}$  (1)      Common Stock      2,831,463      \$ (1)      D (2)       $\hat{\text{A}}$

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Celgene Switzerland LLC AON HOUSE 30 WOODBOURNE AVENUE PEMBROKE, $\hat{\text{A}}$ D0 $\hat{\text{A}}$ HM 08	$\hat{\text{A}}$	$\hat{\text{A}}$ X	$\hat{\text{A}}$	$\hat{\text{A}}$
CELGENE CORP /DE/ 86 MORRIS AVENUE SUMMIT, $\hat{\text{A}}$ NJ $\hat{\text{A}}$ 07901	$\hat{\text{A}}$	$\hat{\text{A}}$ X	$\hat{\text{A}}$	$\hat{\text{A}}$

## Signatures

/s/ Kevin Mello, Manager, Celgene Switzerland, LLC 01/26/2017  
\_\_Signature of Reporting Person Date

/s/ Peter N. Kellogg, Executive Vice President and Chief Financial Officer, Celgene Corporation 01/26/2017  
\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- Each share of Series B-1 Preferred Stock is convertible into 0.271 share of Common Stock without payment of further consideration and
- (1) will automatically convert into 0.271 share of Common Stock upon the closing of the Issuer's initial public offering without payment of further consideration. The shares have no expiration date.
  - (2) Celgene has the power to vote, acquire, hold and dispose of all shares. Celgene disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.