

Corvus Pharmaceuticals, Inc.
Form 4
March 29, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN 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 *
ADAMS STREET PARTNERS LLC

2. Issuer Name and Ticker or Trading Symbol
Corvus Pharmaceuticals, Inc.
[CRVS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

ONE NORTH WACKER, SUITE 2200

03/29/2016

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

CHICAGO, IL 60606

(City) (State) (Zip)

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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock, \$0.0001 par value	03/29/2016		C		550,864	A	Ⓣ 550,864	I	By Fund (2)
Common Stock, \$0.0001 par value	03/29/2016		C		92,278	A	Ⓣ 643,142	I	By Fund (2)
Common Stock, \$0.0001	03/29/2016		P(7)		51,712	A	\$ 15 694,854	I	By Fund (2)

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par value								
Common Stock, \$0.0001 par value	03/29/2016	C	567,121	A	Ⓐ	567,121	I	By Fund <u>(3)</u>
Common Stock, \$0.0001 par value	03/29/2016	C	95,001	A	Ⓐ	662,122	I	By Fund <u>(3)</u>
Common Stock, \$0.0001 par value	03/29/2016	P ⁽⁷⁾	53,239	A	\$ 15	715,361	I	By Fund <u>(3)</u>
Common Stock, \$0.0001 par value	03/29/2016	C	428,998	A	Ⓐ	428,998	I	By Fund <u>(4)</u>
Common Stock, \$0.0001 par value	03/29/2016	C	71,863	A	Ⓐ	500,861	I	By Fund <u>(4)</u>
Common Stock, \$0.0001 par value	03/29/2016	P ⁽⁷⁾	40,272	A	\$ 15	541,133	I	By Fund <u>(4)</u>
Common Stock, \$0.0001 par value	03/29/2016	C	583,510	A	Ⓐ	583,510	I	By Fund <u>(5)</u>
Common Stock, \$0.0001 par value	03/29/2016	C	97,746	A	Ⓐ	681,256	I	By Fund <u>(5)</u>
Common Stock, \$0.0001 par value	03/29/2016	P ⁽⁷⁾	54,777	A	\$ 15	736,033	I	By Fund <u>(5)</u>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Convertible Preferred Stock	(1)	03/29/2016		C	550,864	(1) (6)	(1) (6)	Common Stock	550,864
Series B Convertible Preferred Stock	(1)	03/29/2016		C	92,278	(1) (6)	(1) (6)	Common Stock	92,278
Series A Convertible Preferred Stock	(1)	03/29/2016		C	567,121	(1) (6)	(1) (6)	Common Stock	567,121
Series B Convertible Preferred Stock	(1)	03/29/2016		C	95,001	(1) (6)	(1) (6)	Common Stock	95,001
Series A Convertible Preferred Stock	(1)	03/29/2016		C	428,998	(1) (6)	(1) (6)	Common Stock	428,998
Series B Convertible Preferred Stock	(1)	03/29/2016		C	71,863	(1) (6)	(1) (6)	Common Stock	71,863
Series A Convertible Preferred Stock	(1)	03/29/2016		C	583,510	(1) (6)	(1) (6)	Common Stock	583,510
Series B Convertible Preferred Stock	(1)	03/29/2016		C	97,746	(1) (6)	(1) (6)	Common Stock	97,746

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

ADAMS STREET PARTNERS LLC
ONE NORTH WACKER, SUITE 2200
CHICAGO, IL 60606

X

Signatures

/s/ Sara Robinson
Dasse

03/29/2016

**Signature of Reporting
Person

Date

Explanation of Responses:

* 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).

- (1) The Series A Convertible Preferred Stock and Series B Convertible Preferred Stock automatically converted into shares of Issuer's Common Stock, for no additional consideration, on a 1:1 basis at the consummation of Issuer's initial public offering.

Represents shares held directly by Adams Street 2011 Direct Fund LP ("AS 2011"). Adams Street Partners, LLC, as the managing member of the general partner of the general partner of AS 2011, may be deemed to beneficially own the shares held by AS 2011.

- (2) Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert, each of whom is a partner of Adams Street Partners, LLC (or a subsidiary thereof), may be deemed to have shared voting and investment power over the shares held by AS 2011. Adams Street Partners, LLC and Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert disclaim beneficial ownership of the shares held by AS 2011 except to the extent of their pecuniary interest therein.

Represents shares held directly by Adams Street 2012 Direct Fund LP ("AS 2012"). Adams Street Partners, LLC, as the managing member of the general partner of the general partner of AS 2012, may be deemed to beneficially own the shares held by AS 2012.

- (3) Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert, each of whom is a partner of Adams Street Partners, LLC (or a subsidiary thereof), may be deemed to have shared voting and investment power over the shares held by AS 2012. Adams Street Partners, LLC and Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert disclaim beneficial ownership of the shares held by AS 2012 except to the extent of their pecuniary interest therein.

Represents shares held directly by Adams Street 2013 Direct Fund LP ("AS 2013"). Adams Street Partners, LLC, as the managing member of the general partner of the general partner of AS 2013, may be deemed to beneficially own the shares held by AS 2013.

- (4) Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert, each of whom is a partner of Adams Street Partners, LLC (or a subsidiary thereof), may be deemed to have shared voting and investment power over the shares held by AS 2013. Adams Street Partners, LLC and Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert disclaim beneficial ownership of the shares held by AS 2013 except to the extent of their pecuniary interest therein.

Represents shares held directly by Adams Street 2014 Direct Fund LP ("AS 2014"). Adams Street Partners, LLC, as the managing member of the general partner of the general partner of AS 2014, may be deemed to beneficially own the shares held by AS 2014.

- (5) Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert, each of whom is a partner of Adams Street Partners, LLC (or a subsidiary thereof), may be deemed to have shared voting and investment power over the shares held by AS 2014. Adams Street Partners, LLC and Thomas S. Bremner, Jeffrey T. Diehl, Elisha P. Gould, Robin Murray, David S. Welsh and Michael R. Zappert disclaim beneficial ownership of the shares held by AS 2014 except to the extent of their pecuniary interest therein.

- (6) The expiration date is not relevant to the conversion of these securities.

- (7) AS 2011, AS 2012, AS 2013 and AS 2014 purchased an aggregate of 200,000 shares of Issuer's common stock in connection with the initial public offering at the offering price of \$15.00 per share.

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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