

Coherus BioSciences, Inc.  
 Form 3  
 November 06, 2014

**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 <b>and</b> Ticker or Trading Symbol                               |  |
| LILLY ELI & CO                            |          | (Month/Day/Year)                     | Coherus BioSciences, Inc. [CHRS]   |  |
| (Last)                                    | (First)  | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                                 | 5. If Amendment, Date Original Filed(Month/Day/Year) |
|   |          | 11/06/2014                           |  |  |
| LILLY CORPORATE CENTER,Â                  |          |                                      | (Check all applicable)   |  |
|   | (Street) |                                      | <input type="checkbox"/> Director  | <input checked="" type="checkbox"/> 10% Owner        |
|   |          |                                      | <input type="checkbox"/> Officer   | <input type="checkbox"/> Other                       |
|   |          |                                      | (give title below)   | (specify below)                                      |
| INDIANAPOLIS,Â INÂ 46285                  |          |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |  |
| (City)                                    | (State)  | (Zip)                                | <input type="checkbox"/> Form filed by One Reporting Person                      |  |
|   |          |                                      | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |  |

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

|                                    |  |   |  |
|------------------------------------|--|---|--|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable  | Expiration Date  | Title  | Amount or Number of Shares   |  |

(Instr. 5)

|                          |       |       |              |           |      |   |                  |
|--------------------------|-------|-------|--------------|-----------|------|---|------------------|
| Series B Preferred Stock | Â (1) | Â (2) | Common Stock | 2,333,955 | \$ 0 | I | See Footnote (3) |
| Series C Preferred Stock | Â (1) | Â (2) | Common Stock | 543,101   | \$ 0 | I | See Footnote (3) |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| LILLY ELI & CO<br>LILLY CORPORATE CENTER<br>INDIANAPOLIS, IN 46285   | Â             | Â X       | Â       | Â     |
| Lilly Ventures Fund I LLC<br>C/O COHERUS BIOSCIENCES, INC.<br>201 REDWOOD SHORES PARKWAY SUITE 200<br>REDWOOD CITY, CA 94065 | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Matthew R. Hooper, as  
Attorney-in-Fact for Eli Lilly & Co.,  
authorization on file

11/06/2014

\*\*Signature of Reporting Person

Date

/s/ Matthew R. Hooper, as  
Attorney-in-Fact for Lilly Ventures Fund  
I LLC, authorization on file

11/06/2014

\*\*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).
- (1) The Series B Preferred Stock and Series C Preferred Stock automatically convert into shares of Issuer's Common Stock on a 1:1 basis immediately prior to the completion of Issuer's initial public offering.
- (2) The expiration date is not relevant to the conversion of these securities.
- (3) These shares are owned directly by Lilly Ventures Fund I LLC (the "Fund"). Eli Lilly and Company, as sole Managing Member of the Fund, and pursuant to provisions of the LLC Agreement of the Fund, has voting authority with respect to shares owned by the Fund.

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.