

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

## 144: Filer Information

Filer CIK 0001242935  
Filer CCC XXXXXXXXX  
Is this a LIVE or TEST Filing?  LIVE  TEST

### Submission Contact Information

Name  
Phone  
E-Mail Address

## 144: Issuer Information

Name of Issuer Jounce Therapeutics, Inc.  
SEC File Number 001-37998  
Address of Issuer 780 MEMORIAL DRIVE  
CAMBRIDGE  
MASSACHUSETTS  
02139  
Phone 857-259-3840  
Name of Person for Whose Account the Securities are To Be Sold MURRAY RICHARD /CA/

See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

Relationship to Issuer Officer  
Relationship to Issuer Director

## 144: Securities Information

Title of the Class of Securities To Be Sold Common Stock  
Etrade Financial Corporation  
3 Edison Drive  
Name and Address of the Broker Alpharetta  
GA  
30005  
Number of Shares or Other Units To Be Sold 45000  
Aggregate Market Value 51300.00  
Number of Shares or Other Units Outstanding 51694237  
Approximate Date of Sale 01/09/2023  
Name the Securities Exchange Nasdaq Stock Market

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

# 144: Securities To Be Sold

Title of the Class Common Stock  
Date you Acquired 01/06/2023  
Nature of Acquisition Transaction Vesting of restricted stock units  
Name of Person from Whom Acquired Issuer

Is this a Gift?  Date Donor  
not checked Acquired

Amount of Securities Acquired 81670  
Date of Payment 01/06/2023  
Nature of Payment (1)

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

# 144: Securities Sold During The Past 3 Months

Nothing to Report

# 144: Remarks and Signature

Remarks (1) The securities to be sold were received upon the settlement of vested restricted stock units. Under the applicable plan and award agreement, upon vesting, restricted stock units are settled in shares of Common Stock on a 1-for-1 basis without any payment.

Date of Notice 01/06/2023

Date of Plan Adoption or Giving of Instruction, If Relying on Rule 10b5-1 09/17/2019

## **ATTENTION:**

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature /s/ Caroline Gammill, attorney-in-fact

**ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)**

LIMITED POWER OF ATTORNEY FOR SECTION 16 REPORTING OBLIGATIONS

Know all by these present, that the undersigned hereby makes, constitutes and appoints each of Kim C. Drapkin, Jacquelyn Fahey Sandell, Elizabeth Shortsleeve and Caroline Gammill, signing singly and each acting individually, as the undersigned's true and lawful attorney in fact with full power and authority as hereinafter described to:

- (i) execute for and on behalf of the undersigned, in the undersigned's capacity as a director, officer and or stockholder of Jounce Therapeutics, Inc. (the Company), Forms 3, 4, and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder (the Exchange Act) and/or Forms 144 (including any amendments thereto) in accordance with Rule 144 (Rule 144) under the Securities Act of 1933, as amended (the Securities Act);
- (ii) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to prepare, complete and execute any such Form 3, 4, or 5 or Form 144, prepare, complete and execute any amendment or amendments thereto, and timely deliver and file such form with the United States Securities and Exchange Commission (the SEC) and any stock exchange or similar authority, including without limitation the execution and filing of a Form ID or any other application materials to enable the undersigned to gain or maintain access to the Electronic Data Gathering, Analysis and Retrieval system of the SEC;
- (iii) seek or obtain, as the undersigned's representative and on the undersigned's behalf, information regarding transactions in the Company's securities from any third party, including brokers, employee benefit plan administrators and trustees, and the undersigned hereby authorizes any such third party to release any such information to the herein appointed attorney in fact and approves and ratifies any such release of information; and
- (iv) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney in fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney in fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney in fact may approve in such attorney in fact's discretion.

The undersigned hereby grants to each such attorney in fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney in fact, or such attorney in fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorneys in fact, in serving in such capacity at the request of the undersigned, are not assuming nor relieving, nor is the Company assuming nor relieving, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act or Rule 144 of the Securities Act.

The undersigned acknowledges that neither the Company nor the foregoing attorneys in fact assume (i) any liability for the undersigned's responsibility to comply with the requirement of the Exchange Act,

(ii) any liability of the undersigned for any failure to comply with such requirements, or (iii) any obligation or liability of the undersigned for profit disgorgement under Section 16(b) of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and or Forms 144 with the SEC with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys in fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 23rd day of December, 2022.

/s/ Richard Murray

Name: Richard Murray