

**ADURO BIOTECH, INC.**  
626 Bancroft Way, 3C  
Berkeley, California 94710  
(510) 848-4400

April 10, 2015

**VIA EDGAR**

U.S. Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, D.C. 20549

Attn: Jeffrey P. Riedler  
Scot Foley  
Frank Wyman  
Mary Mast

Re: **Aduro Biotech, Inc.**  
**Registration Statement on Form S-1**  
**File No. 333-202667**

**Acceleration Request**

**Requested Date: Tuesday, April 14, 2015**

**Requested Time: 4:00 p.m., Eastern Daylight Time**

Ladies and gentlemen:

In accordance with Rule 461 under the Securities Act of 1933, as amended, the undersigned registrant (the “**Registrant**”) hereby requests that the Securities and Exchange Commission (the “**Commission**”) take appropriate action to cause the Registration Statement on Form S-1 (File No. 333-202667) (the “**Registration Statement**”) to become effective on April 14, 2015, at 4:00 p.m., Eastern Daylight Time, or as soon as practicable thereafter, or at such later time as the Registrant may orally request via telephone call to the staff of the Commission (the “**Staff**”). The Registrant hereby authorizes each of Barbara A. Kosacz, Michael E. Tenta, J. Carlton Fleming and Peter N. Mandel of Cooley LLP, counsel to the Registrant, to make such request on its behalf.

Once the Registration Statement has been declared effective, please orally confirm that event with Michael E. Tenta of Cooley LLP, counsel to the Registrant, at (650) 843-5636.

In connection with this request, the Registrant acknowledges that:

- should the Commission or the Staff, acting pursuant to delegated authority, declare the filing effective, it does not foreclose the Commission from taking any action with respect to the filing;
- the action of the Commission or the Staff, acting pursuant to delegated authority, in declaring the filing effective, does not relieve the Registrant from its full responsibility for the adequacy and accuracy of the disclosure in the filing; and
- the Registrant may not assert Staff comments and the declaration of effectiveness as a defense in any proceeding initiated by the Commission or any person under the federal securities laws of the United States.

Very truly yours,

Aduro Biotech, Inc.

By: /s/ Jennifer Lew

Name: Jennifer Lew

Title: Senior Vice President of Finance

cc: Stephen T. Isaacs, Aduro Biotech, Inc.  
Barbara A. Kosacz, Cooley LLP  
Michael E. Tenta, Cooley LLP  
Mark V. Roeder, Latham & Watkins LLP  
Brian D. Paulson, Latham & Watkins LLP

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**MERRILL LYNCH, PIERCE, FENNER & SMITH  
INCORPORATED**

One Bryant Park  
New York, New York 10036

**LEERINK PARTNERS LLC**

1 Federal St.  
37th Floor  
Boston, Massachusetts 02110

**VIA EDGAR**

April 10, 2015

U.S. Securities and Exchange Commission  
Division of Corporation Finance  
100 F. Street, N.E. Washington, D.C. 20549-3628

Attention: Jeffrey P. Riedler  
Scot Foley  
Frank Wyman  
Mary Mast

Re: Aduro Biotech, Inc. Registration Statement on Form S-1  
File No. 333-202667  
Acceleration Request

Ladies and Gentlemen:

As representatives of the several underwriters of the proposed public offering of 5,750,000 shares of common stock of Aduro Biotech, Inc. (the “Company”), we hereby join the Company’s request to accelerate the date of the above-referenced Registration Statement, as then amended, effective as of 4:00 p.m. (New York time) on April 14, 2015, or as soon thereafter as is practicable.

Pursuant to Rule 460 under the Securities Act of 1933, as amended, we wish to advise you that we have distributed approximately 1,785 copies of the Company’s preliminary prospectus, dated April 6, 2015, through the date hereof, to underwriters, dealers, institutions and others. The undersigned have been informed by the participating underwriters that they have complied and will continue to comply with Rule 15c2-8 under the Securities Exchange Act of 1934, as amended.

(Signature Page Follows)

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Very truly yours,

MERRILL LYNCH, PIERCE, FENNER & SMITH  
INCORPORATED  
LEERINK PARTNERS LLC

As representatives of the several underwriters

By: MERRILL LYNCH, PIERCE, FENNER & SMITH  
INCORPORATED

By: /s/ Bradley Wolff

Name: Bradley Wolff

Title: Managing Director

By: LEERINK PARTNERS LLC

By: /s/ Daniel Dubin

Name: Daniel Dubin

Title: Vice Chairman

*[Signature Page – Acceleration Request]*