GIANOS PHILIP T Form 3 June 27, 2012

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

OMB APPROVAL

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**SECURITIES**Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement TESARO, Inc. [TSRO] INTERWEST PARTNERS X (Month/Day/Year) LP 06/27/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 2710 SAND HILL ROAD, (Check all applicable) **SUITE 200** (Street) 6. Individual or Joint/Group Director \_\_X\_\_ 10% Owner Officer Other Filing(Check Applicable Line) (give title below) (specify below) Form filed by One Reporting Person MENLO PARK. CAÂ 94025 \_X\_ Form filed by More than One

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)

(State)

(City)

2. Amount of Securities Beneficially Owned (Instr. 4) 3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Reporting Person

Direct (D) or Indirect (I)

(I) (Instr. 5)

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

(Zip)

SEC 1473 (7-02)

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

2. Date Exercisable and 3. Title and Amount of 4. 5. 6. Nature of Indirect 1. Title of Derivative Security Ownership (Instr. 4) **Expiration Date** Securities Underlying Conversion Beneficial Ownership (Month/Day/Year) Derivative Security or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security: Date **Expiration Title** Amount or Security Direct (D) Exercisable Date Number of

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				Shares		or Indirect (I) (Instr. 5)	
Series B Preferred Stock	(1)	(1)	Common Stock	2,627,257	\$ <u>(1)</u>	D (2)	Â

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
INTERWEST PARTNERS X LP 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
CASH HARVEY B 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
CLEVELAND BRUCE A 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
Ehrlich Christopher B 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
GIANOS PHILIP T 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
Kjellson Nina S 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
Kliman Gilbert H 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
Pepper Douglas A 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
Holmes W Stephen 2710 SAND HILL ROAD, SUITE 200 MENLO PARK, CA 94025	Â	ÂX	Â	Â	
Signatures					
/s/ W. Stephen Holmes, Managing Direc		06/27/2012			
**Signature of Reporting Person		Date			
/s/ Harvey B. Cash by Karen A. Wilson	06/27/2012				
**Signature of Reporting Person	on			Date	

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06/27/2012

/s/ Bruce A. Cleveland by Karen A. Wilson Power of Attorney

**Signature of Reporting Person	Date

/s/ Christopher B. Ehrlich by Karen A. Wilson Power of 06/27/2012

Attorney 06/2//2012

\*\*Signature of Reporting Person Date

/s/ Philip T. Gianos by Karen A. Wilson Power of Attorney 06/27/2012

\*\*Signature of Reporting Person Date

/s/ W. Stephen Holmes 06/27/2012

\*\*Signature of Reporting Person Date

/s/ Nina Kjellson by Karen A. Wilson Power of Attorney 06/27/2012

\*\*Signature of Reporting Person Date

/s/ Gilbert H. Kliman by Karen A. Wilson Power of 06/27/2012

Attorney

\*\*Signature of Reporting Person Date

/s/ Douglas A. Pepper by Karen A. Wilson Power of
Attorney

06/27/2012

\*\*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).
- The reported securities are convertible at any time, in whole or in part, at the option of the holder, have no expiration date, and will convert into shares of common stock immediately prior to the closing of the Issuer's initial public offering.
  - The shares are owned by InterWest Partners X, LP ("IW10"). InterWest Management Partners X, LLC ("IMP10") is the general partner of IW10. Harvey B. Cash, Bruce A. Cleveland, Christopher B. Ehrlich, Philip T. Gianos, W. Stephen Holmes, Nina S.
- (2) Kjellson, Gilbert H. Kliman, Arnold L. Oronsky, Douglas A. Pepper and Thomas L. Rosch are managing directors of IMP10. Keval Desai and Khaled A. Nasr are venture members of IMP10. Each managing director and venture member of IMP10 disclaims beneficial ownership of such shares, except to the extent of their pecuniary interest therein.

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#### **Remarks:**

Due to limitations of the EDGAR software, this Form 3 is fîled on behalf of InterWest PartnersÂ

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.

Signatures 3