

CERULEAN PHARMA INC.
35 GATEHOUSE DRIVE
WALTHAM, MA 02451

October 13, 2016

Via EDGAR

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

Re: Cerulean Pharma Inc.
Registration Statement on Form S-3
File No. 333-206396
Request for Acceleration

Ladies and Gentlemen:

Pursuant to Rule 461 promulgated under the Securities Act of 1933, as amended, Cerulean Pharma Inc. (the "**Registrant**") hereby requests acceleration of the effective date of its Registration Statement on Form S-3 (File No. 333-206396) (the "**Registration Statement**"), so that it may become effective at 4:00 p.m. Eastern time on October 14, 2016, or as soon thereafter as practicable.

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Very truly yours,

Cerulean Pharma Inc.

By: /s/ Alejandra Carvajal
Name: Alejandra Carvajal
Title: Vice President and General Counsel

[Signature Page to Request for Acceleration]