

Cara Therapeutics, Inc.
Form 4
February 05, 2014

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Slagel Dean

(Last) (First) (Middle)

C/O ESPERANTE AB, PO BOX 30127

(Street)

LIMHAMN, V7 SE-20061

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Cara Therapeutics, Inc. [CARA]

3. Date of Earliest Transaction (Month/Day/Year)
02/05/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/05/2014		C ⁽¹⁾		80,000	A	\$ 0	1,463,000	I	By Esperante AB ⁽²⁾
Common Stock	02/05/2014		C ⁽³⁾		84,149	A	\$ 0	1,547,149	I	By Esperante AB ⁽²⁾

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

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.

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Series A Preferred Stock	(1)	02/05/2014		C	200,000	(1) (1)	Common Stock	80,000
Series D Preferred Stock	(3)	02/05/2014		C	210,373	(3) (3)	Common Stock	84,149

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Slagel Dean C/O ESPERANTE AB PO BOX 30127 LIMHAMN, V7 SE-20061		X		

Signatures

/s/Darren DeStefano,
Attorney-in-Fact

02/05/2014

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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 A Preferred Stock held by Esperante AB automatically converted on a 1-for-2.5 basis into shares of common stock upon the closing of the issuer's initial public offering.

(2) These shares are owned by Esperante AB. The reporting person is a director of the issuer and the Managing Director of Esperante AB and, as such, holds voting and/or dispositive power of the shares held by Esperante AB. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(3) The Series D Preferred Stock held by Esperante AB automatically converted on a 1-for-2.5 basis into shares of common stock upon the closing of the issuer's initial public offering.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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