

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Moller Charles Ph.D.</u> _____ (Last) (First) (Middle) <u>C/O DEVON PARK BIOVENTURES</u> <u>1400 LIBERTY RIDGE DRIVE, SUITE 103</u> _____ (Street) <u>WAYNE PA 19087</u> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>Cara Therapeutics, Inc. [ CARA ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)		
			3. Date of Earliest Transaction (Month/Day/Year) <u>02/05/2014</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/05/2014		c <sup>(1)</sup>		1,068,704	A	\$0.00	1,068,704	I	By Devon Park Bioventures, LP <sup>(2)</sup>
Common Stock	02/05/2014		c <sup>(3)</sup>		507,700	A	\$0.00	1,576,404	I	By Devon Park Bioventures, LP <sup>(2)</sup>

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series C Preferred Stock	(1)	02/05/2014		C		2,258,065		(1)	(1)	Common Stock	1,068,704	\$0.00	0	I	By Devon Park Bioventures, L.P. <sup>(2)</sup>
Series D Preferred Stock	(3)	02/05/2014		C		1,269,254		(3)	(3)	Common Stock	507,700	\$0.00	0	I	By Devon Park Bioventures, L.P. <sup>(2)</sup>

**Explanation of Responses:**

- The Series C Preferred Stock held by the reporting person automatically converted on a 1-for-2.1129 basis into shares of common stock upon the closing of the issuer's initial public offering.
- These shares are owned directly by Devon Park Bioventures, LP ("Devon Park"). The reporting person is a managing member of Devon Park Associates LLC, the general partner of Devon Park Associates, L.P., which is the general partner of Devon Park and, as such, shares voting and dispositive power over the shares held by Devon Park. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein.
- The Series D Preferred Stock held by the reporting person automatically converted on a 1-for-2.5 basis into shares of common stock upon the closing of the issuer's initial public offering.

**Remarks:**

/s/Darren DeStefano, Attorney-in-Fact 02/05/2014

\*\* Signature of Reporting Person Date

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

\* 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).

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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