Cara Therapeutics, Inc. Form 4

### March 18, 2016 FORM 4

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

**OMB** 

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Middle)

(Zip)

1(b).

(Last)

(City)

**FLOOR** 

(Print or Type Responses)

1. Name and Address of Reporting Person \* RHO Ventures VI LP

(First)

(Street)

(State)

152 WEST 57TH STREET, 23RD

2. Issuer Name and Ticker or Trading

Symbol

Cara Therapeutics, Inc. [CARA]

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Month/Day/Year) 03/16/2016

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

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

Form filed by One Reporting Person X\_ Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

NEW YORK, NY 10019

| (City)                               | (State)                              | Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |  |         |              |  |  |   |
|--------------------------------------|--------------------------------------|--|--|--|---------|--------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year)                      | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securitie<br>our Disposed<br>(Instr. 3, 4 | d of (Ľ | <b>)</b> )   | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| Common<br>Stock                      | 03/16/2016                           |  | P                                      | 152,273                                      | A       | \$<br>4.7798 | 2,820,330  | I  | See Footnote (1)  |
| Common<br>Stock                      | 03/17/2016                           |  | P                                      | 247,727                                      | A       | \$<br>4.9303 | 3,068,057  | I  | See Footnote (1)  |

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

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

| Derivative | 2.<br>Conversion | 3. Transaction Date (Month/Day/Year) | Execution Date, if |            | 5.<br>onNumber | 6. Date Exercises Expiration D | ate             | 7. Titl | unt of       | 8. Price of Derivative | 9. Nu<br>Deriv |
|------------|------------------|--------------------------------------|--------------------|------------|----------------|--------------------------------|-----------------|---------|--------------|------------------------|----------------|
| Security   | or Exercise      |                                      | any                | Code       | of             | (Month/Day/                    | Year)           | Under   | , ,          | Security               | Secui          |
| (Instr. 3) | Price of         |                                      | (Month/Day/Year)   | (Instr. 8) | Derivative     |                                |                 | Securi  |              | (Instr. 5)             | Bene           |
|            | Derivative       |                                      |                    |            | Securities     | ;                              |                 | (Instr. | . 3 and 4)   |                        | Own            |
|            | Security         |                                      |                    |            | Acquired       |                                |                 |         |              |                        | Follo          |
|            |                  |                                      |                    |            | (A) or         |                                |                 |         |              |                        | Repo           |
|            |                  |                                      |                    |            | Disposed       |                                |                 |         |              |                        | Trans          |
|            |                  |                                      |                    |            | of (D)         |                                |                 |         |              |                        | (Instr         |
|            |                  |                                      |                    |            | (Instr. 3,     |                                |                 |         |              |                        |                |
|            |                  |                                      |                    |            | 4, and 5)      |                                |                 |         |              |                        |                |
|            |                  |                                      |                    |            | .,             |                                |                 |         |              |                        |                |
|            |                  |                                      |                    |            |                |                                |                 |         | Amount       |                        |                |
|            |                  |                                      |                    |            |                | Date<br>Exercisable            | Expiration Date | Title   | or<br>Number |                        |                |
|            |                  |                                      |                    |            |                | Exercisable D                  | Date            |         | of           |                        |                |
|            |                  |                                      |                    | Code V     | (A) (D)        |                                |                 |         | Shares       |                        |                |

## **Reporting Owners**

\*\*Signature of Reporting Person

| Reporting Owner Name / Address   |            | Relationships |         |       |  |  |  |
|--|------------|---------------|---------|-------|--|--|--|
| topotting of the state of  | Director   | 10% Owner     | Officer | Other |  |  |  |
| RHO Ventures VI LP<br>152 WEST 57TH STREET, 23RD FLOOR<br>NEW YORK, NY 10019       | 8          | X             |         |       |  |  |  |
| RMV VI, L.L.C.<br>152 WEST 57TH STREET, 23RD FLOOR<br>NEW YORK, NY 10019           | 8          | X             |         |       |  |  |  |
| Rho Capital Partners LLC<br>152 WEST 57TH STREET, 23RD FLOOR<br>NEW YORK, NY 10019 | 2          | X             |         |       |  |  |  |
| RUCH JOSHUA<br>152 WEST 57TH STREET, 23RD FLOOR<br>NEW YORK, NY 10019              | 2          | X             |         |       |  |  |  |
| LESCHLY MARK<br>152 WEST 57TH STREET, 23RD FLOOR<br>NEW YORK, NY 10019             | 8          | X             |         |       |  |  |  |
| KAIROUZ HABIB<br>152 WEST 57TH STREET, 23RD FLOOR<br>NEW YORK, NY 10019            | 8          | X             |         |       |  |  |  |
| Signatures   |            |               |         |       |  |  |  |
| /s/ Jeffrey I. Martin,<br>Attorney-in-fact   | 03/18/2016 | )             |         |       |  |  |  |

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Date 03/18/2016

/ s/ Jeffrey I. Martin, Attorney-in-fact

\*\*Signature of Reporting Person Date

s/ Jeffrey I. Martin Atty In Fact 03/18/2016

\*\*Signature of Reporting Person Date

s/ Jeffrey I. Martin

Attorney-In-Fact 03/18/2016

\*\*Signature of Reporting Person Date

/ s/ Jeffrey I. Martin, Attorney 03/18/2016

in fact

\*\*Signature of Reporting Person Date

/s/ Habib Kairouz 03/18/2016

\*\*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).

These securities are owned directly by Rho Ventures VI, L.P. ("RV VI"). RMV VI, L.L.C. ("RMV") is the general partner of RV VI and Rho Capital Partners LLC ("RCP") is the managing member of RMV. Mark Leschly, Habib Kairouz and Joshua Ruch are managing members of RCP and exercise shared voting and investment power with respect to the shares owned by RV VI. Each of the reporting persons disclaims beneficial ownership of such securities, except to the extent of his or its respective pecuniary interest therein.

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.

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