

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

1. Name and Address of Reporting Person* <u>Posner Christopher</u> _____ (Last) (First) (Middle) C/O CARA THERAPEUTICS, INC. 4 STAMFORD PLAZA, 107 ELM STREET, 9TH FL _____ (Street) STAMFORD CT 06902 _____ (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) <input checked="" type="checkbox"/> Other (specify below) Senior Advisor
	3. Date of Earliest Transaction (Month/Day/Year) 10/29/2021	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/29/2021		A		5,941 ⁽¹⁾	A	\$0.00	22,037	D	
Common Stock	10/29/2021		A		142,000 ⁽²⁾	A	\$0.00	164,037	D	

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
Stock Option (Right to Buy)	\$16.83	10/29/2021		A		566,000		(3)	10/29/2031	Common Stock	566,000	\$0.00	566,000	D	

Explanation of Responses:

- Represents the number of shares underlying restricted stock units ("RSUs") granted to the Reporting Person pursuant to an Employment Agreement, dated October 29, 2021, between the Reporting Person and the Issuer, whereby the Reporting Person is employed as a Senior Advisor to the Issuer effective October 29, 2021 and as President and Chief Executive Officer of the Issuer effective November 9, 2021 (the "Employment Agreement"). Each RSU represents the contingent right to receive one share of common stock of the Issuer. The RSUs will vest in full on March 31, 2022, subject to the Reporting Person's continued service to the Issuer on such date.
- Represents the number of shares underlying RSUs granted to the Reporting Person pursuant to the Employment Agreement. Each RSU represents the contingent right to receive one share of common stock of the Issuer. 25% of the RSUs will vest on October 29, 2022 and the remainder will vest over the following 12 equal quarterly installments, in each case, subject to the Reporting Person's continued service to the Issuer as of each such date.
- 25% of the shares will vest and become exercisable on October 29, 2022 and the remainder will vest over the following 12 equal quarterly installments, in each case, subject to the Reporting Person's continued service to the Issuer as of each such date. These options were granted to the Reporting Person pursuant to the Employment Agreement.

Remarks:

/s/ Christopher Posner 11/03/2021
 ** 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.

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 Number.