

Cara Therapeutics, Inc.
Form 8-K
June 09, 2015

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d)

of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) June 8, 2015

CARA THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

1 Parrott Drive

001-36279
(Commission

File Number)

75-3175693
(IRS Employer

Identification No.)

06484

Shelton, Connecticut
(Address of principal executive offices) **(Zip Code)**
Registrant's telephone number, including area code (203) 567-1500

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2.):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

On June 8, 2015, Cara Therapeutics, Inc. (the Company) held its 2015 Annual Meeting of Stockholders (Annual Meeting). At the Annual Meeting, the Company's stockholders voted on the two proposals set forth below. A more detailed description of each proposal is set forth in the Company's Proxy Statement filed with the Securities and Exchange Commission on April 24, 2015.

Proposal 1 Election of Directors

Mr. Harrison M. Bains, Jr. was elected to serve as a director of the Company's Board of Directors until the 2018 Annual Meeting of Stockholders and until his successor is duly elected or until his earlier resignation or removal, by the following votes:

Nominee	Votes For	Votes Withheld	Broker Non-Votes
Harrison M. Bains, Jr.	11,412,603	84,891	5,087,184

Proposal 2 Ratification of the Selection of Independent Registered Public Accounting Firm

The stockholders ratified the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the year ending December 31, 2015, by the following votes:

Votes For	Votes Against	Votes Abstain
16,278,064	300,964	5,650

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CARA THERAPEUTICS, INC.

By: /s/ JOSEF SCHOELL
 Josef Schoell
 Chief Financial Officer
 (Principal Financial and Accounting
 Officer)

Date: June 9, 2015

American Century Equity Index Fund

3,538,104

*J.P. Morgan Chase Bank Money Market Fund

2,600,922

* Party-in-interest

During the years ended June 30, 2006 and 2005, the Plan's investments, including gains and losses on investments bought and sold as well as held during the year, appreciated (depreciated) in value as follows:

	2006	2005
Net appreciation (depreciation) in fair value of:		
Mutual funds	\$ 1,160,963	\$ 437,461
Common stock	1,487,446	(888,401)
Net appreciation (depreciation) of investments	\$ 2,648,409	\$ (450,940)

4. EXEMPT PARTY-IN-INTEREST TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by J.P. Morgan Chase Bank. J.P. Morgan Chase Bank is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid for the investment management services were included as a reduction of the return earned on each fund.

At June 30, 2006 and 2005, the Plan held 535,326 and 514,360 shares, respectively, of Company common stock with a cost basis of \$18,902,139 and \$17,236,539, respectively. During the years ended June 30, 2006 and 2005, the Company contributed \$2,341,384 and \$2,999,813, respectively, to the Plan on behalf of participating employees.

During the years ended June 30, 2006 and 2005, the Plan recorded dividend income from Company common stock of \$608,217 and \$522,845, respectively.

During the years ended June 30, 2006 and 2005, the Plan's investment in Company common stock, including gains and losses on investments bought and sold as well as held during the year, appreciated (depreciated) in value by \$1,494,968 and \$(898,911), respectively.

5. PLAN TERMINATION

Although it has not expressed any intent to do so, the Plan Sponsors have the right under the Plan to discontinue their contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event of Plan termination, participants will become fully vested and the net assets of the Plan will be distributed to the participants in an order of priority determined in accordance with ERISA and its applicable regulations, and the Plan document.

6. FEDERAL INCOME TAX STATUS

The Plan is exempt from Puerto Rico income taxes under the provisions of Section 165(a) of the Puerto Rico Income Tax Act of 1954, as amended. The Internal Revenue Service has determined and informed the Company by a letter dated February 2, 2004, that the Plan and related trust were designed in accordance with applicable requirements of the Internal Revenue Code ("IRC"). The Plan has been amended since receiving the latest determination letter. However, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Puerto Rico Income Tax Act of 1954 and the IRC. Therefore, they believe that the Plan was qualified and tax-exempt as of June 30, 2006 and 2005, and no provision for income taxes has been reflected in the accompanying financial statements.

7. SUBSEQUENT EVENT

Effective October 1, 2006, The Procter & Gamble Commercial Company reorganized as Procter & Gamble Commercial LLC. Former employees of The Procter & Gamble Commercial Company remain eligible for participation in the Plan and any new employees hired on or after October 1, 2006 are eligible for participation in the Plan after completion of one year of service. All employees of the Plan Sponsors prior to the change remain eligible for participation in the Plan.

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SUPPLEMENTAL SCHEDULE

**FORM 5500, SCHEDULE H, PART IV, LINE 4i—
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
JUNE 30, 2006**

Identity of Issue	Description of Investment	Fair Value
SHORT TERM INVESTMENTS:		
J.P. Morgan Chase Bank*	Liquified Cash	\$ 170
J.P. Morgan Chase Bank*	Money Market Fund	2,347,904
THE PROCTER & GAMBLE COMPANY*		
	Common stock, no par value 535,326 shares (cost \$18,902,139)	29,764,133
THE J.M. SMUCKER COMPANY		
	Common stock, no par value 3,419 shares (cost \$75,531)	152,840
MUTUAL FUNDS:		
Barclays	S&P 500 Fund	4,180,649
Fidelity	Diversified International Fund	740,207
Oakmark	Equity Income Fund	9,095,410
PIMCO	Total Return Fund	958,669
Royce	Low Price Stock Fund	1,617,140
TOTAL ASSETS		\$ 48,857,122

* Party-in-interest.