

☐ 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

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Enterprise Partners Management LLC</u> (Last) (First) (Middle) <u>2223 AVENIDA DE LA PLAYA, STE 104</u> (Street) <u>LA JOLLA CA 92037</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Celladon Corp [CLDN]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>02/04/2014</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input type="checkbox"/> Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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	02/04/2014		C		926,621	A	(1)	1,343,880	I	By entities affiliated with Enterprise Partners ⁽²⁾
Common Stock	02/04/2014		C		459,668	A	(1)	1,803,548	I	By entities affiliated with Enterprise Partne ⁽³⁾
Common Stock	02/04/2014		C		13,553 ⁽⁴⁾	A	\$8	1,817,101	I	By entities affiliated with Enterprise Partners ⁽⁵⁾
Common Stock	02/04/2014		P		133,083 ⁽⁶⁾	A	\$8	1,950,184	I	By entities affiliated with Enterprise Partners ⁽⁷⁾

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 A-1 Convertible Preferred Stock	(1)	02/04/2014		C			11,573,520 ⁽¹⁾	(1)	(1)	Common Stock	926,621	\$0.00	0	I	By entities affiliated with Enterprise Partners ⁽²⁾
Junior Preferred Stock	(1)	02/04/2014		C			5,741,267 ⁽¹⁾	(1)	(1)	Common Stock	459,668	\$0.00	0	I	By entities affiliated with Enterprise Partners ⁽³⁾
Convertible Promissory Notes	\$8 ⁽⁴⁾	02/04/2014		C			13,553	(4)	(4)	Common Stock	13,553	\$8	0	I	By entities affiliated with Enterprise Partners ⁽⁵⁾
Series A-1 Preferred Warrants	\$0.449	02/04/2014		C ⁽⁸⁾			260,859	10/15/2013	10/15/2018	Series A-1 Preferred Stock	260,859	\$0.00	0	I	By entities affiliated with Enterprise Partners ⁽⁹⁾

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				
Common Warrants	\$5.61	02/04/2014		C ⁽⁸⁾		20,833		10/15/2013	10/15/2018	Common Stock	20,833	\$0.00	20,833	I	By entities affiliated with Enterprise Partners ⁽¹⁰⁾

Explanation of Responses:

- Every 12.49 shares of Series A-1 Preferred Stock and Junior Preferred Stock automatically converted into 1 share of Common Stock without payment of further consideration upon the closing of the Issuer's initial public offering. The shares have no expiration date.
- Shares held as follows: 405,973 by Enterprise Partners Liquidating Trust V, L.P.; 510,034 by Enterprise Partners Liquidating Trust VI, L.P.; and 10,614 by Enterprise Partners Management, LLC.
- Shares held as follows: 216,498 by Enterprise Partners Liquidating Trust V, L.P.; 233,366 by Enterprise Partners Liquidating Trust VI, L.P.; and 9,804 by Enterprise Partners Management, LLC.
- Automatic conversion, in connection with the Issuer's initial public offering, of convertible promissory notes, including principal and accrued interest.
- Shares held as follows: 5,569 by Enterprise Partners Liquidating Trust V, L.P.; 5,569 by Enterprise Partners Liquidating Trust VI, L.P.; and 2,415 by Enterprise Partners Management, LLC.
- The shares were purchased at the Issuer's initial public offering.
- Shares held as follows: 57,229 by Enterprise Partners Liquidating Trust V, L.P.; 57,229 by Enterprise Partners Liquidating Trust VI, L.P.; and 18,625 by Enterprise Partners Management, LLC.
- Represents the automatic conversion of Series A-1 Preferred Warrants into Common Stock Warrants on a 1-for-12.49 basis upon the closing of the Issuer's initial public offering.
- Consists of warrants to purchase shares of Series A-1 preferred stock as follows: 107,187 issued to Enterprise Partners Liquidating Trust V, L.P.I 107,187 issued to Enterprise Partners Liquidating Trust VI, L.P.; and 46,485 issued to Enterprise Partners Management, LLC.
- Consists of warrants to purchase shares of Common stock as follows: 8,581 issued to Enterprise Partners Liquidating Trust V, L.P.I 8,581 issued to Enterprise Partners Liquidating Trust VI, L.P.; and 3,721 issued to Enterprise Partners Management, LLC.

Remarks:

/s/ Carlton J. Eibl, Managing Director

** Signature of Reporting Person

02/06/2014

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.