SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

EcoR1 Capital, LLC			. Date of Event equiring Staten Month/Day/Year 6/26/2015	nent	3. Issuer Name and Ticker or Trading Symbol <u>Celladon Corp</u> [CLDN]				
(Last) 409 ILLINOIS	(First)	(Middle)			4. Relationship of Reporting Pers (Check all applicable) Director X			5. If Amendment, D (Month/Day/Year)	ate of Original Filed
(Street) SAN FRANCISCO	CA	94158			Officer (give title below)	Other (spe below)		Applicable Line) X Form filed b	t/Group Filing (Check ny One Reporting Person ny More than One Person
(City)	(State)	(Zip)							
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)					. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Stock					2,843,170	Ι		See Note ⁽¹⁾	
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)									
1. Title of Derivative Security (Instr. 4) 2. Date Exercise Expiration Date (Month/Day/Yee)			ate	3. Title and Amount of Secur Underlying Derivative Secur	ity (Instr. 4) Conve or Exe		cise Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratior Date	1 Title	Amount or Number of Shares	Price of Derivati Security	ve or Indirect	

Explanation of Responses:

1. The filing persons (the "Filers") are EcoR1 Capital, LLC ("EcoR1") and Oleg Nodelman. EcoR1 is the general partner and investment adviser of private funds (the "Funds"). Mr. Nodelman is the manager and controlling owner of EcoR1. EcoR1 is filing this Form 3 for itself and Mr. Nodelman. The Filers are filing this Form 3 jointly, but not as a group, and each expressly disclaims membership in a group, within the meaning of Rule 13d-5(b) under the Securities Exchange Act of 1934, as amended. The Funds hold these securities directly for the benefit of their investors. EcoR1 indirectly beneficially owns them as the investment adviser to the Funds and Mr. Nodelman indirectly beneficially owns them as the control person of EcoR1. The Filers disclaim beneficial ownership of such securities except to the extent of their pecuniary interest therein.

Remarks:

EcoR1 Capital, LLC, By Oleg

Nodelman, Manager

<u>06/30/2015</u>

** 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 5 (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.