

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

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1 (b), (c) AND (d) AND AMENDMENTS
THERE TO FILED PURSUANT TO 13d-2 (b)
(Amendment No. 3)*

Cadence Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock, par value \$0.001 per share

(Title of Class of Securities)

12738T100

(CUSIP Number)

December 31, 2011

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons.
Versant Affiliates Fund II-A, L.P.

2 Check the Appropriate Box if a Member of a Group*

- (a)
(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware, United States of America

5 Sole Voting Power
61,124 shares of Common Stock (2)

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0 shares

7 Sole Dispositive Power
61,124 shares of Common Stock (2)

8 Shared Dispositive Power
0 shares

9 Aggregate Amount Beneficially Owned by Each Reporting Person
61,124 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
0.10% (3)

12 Type of Reporting Person*
PN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW") and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.
- (2) VV II serves as the sole general partner of VAF II-A and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A; however, they disclaim beneficial ownership of the shares held by VAF II-A except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons.
Versant Side Fund II, L.P.

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware, United States of America

5 Sole Voting Power
28,787 shares of Common Stock (2)

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0 shares

7 Sole Dispositive Power
28,787 shares of Common Stock (2)

8 Shared Dispositive Power
0 shares

9 Aggregate Amount Beneficially Owned by Each Reporting Person
28,787 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
0.05% (3)

12 Type of Reporting Person*
PN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen (“KGN”) and Kevin J. Wasserstein (“KJW”) and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) VV II serves as the sole general partner of VSF II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VSF II; however, they disclaim beneficial ownership of the shares held by VSF II except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer’s most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

3

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons.
Versant Venture Capital II, L.P.

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware, United States of America

5 Sole Voting Power
3,220,948 shares of Common Stock (2)

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0 shares

7 Sole Dispositive Power
3,220,948 shares of Common Stock (2)

8 Shared Dispositive Power
0 shares

9 Aggregate Amount Beneficially Owned by Each Reporting Person
3,220,948 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
5.06% (3)

12 Type of Reporting Person*
PN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW") and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.
- (2) VV II serves as the sole general partner of VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VVC II; however, they disclaim beneficial ownership of the shares held by VVC II except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons.
Versant Side Fund IV, L.P.

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware, United States of America

5 Sole Voting Power
13,056 shares of Common Stock (2)

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
0 shares

7 Sole Dispositive Power
13,056 shares of Common Stock (2)

8 Shared Dispositive Power
0 shares

9 Aggregate Amount Beneficially Owned by Each Reporting Person
13,056 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
0.02% (3)

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen (“KGN”) and Kevin J. Wasserstein (“KJW” and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) VV IV serves as the sole general partner of VSF IV and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VSF IV; however, they disclaim beneficial ownership of the shares held by VSF IV except to the extent of their pecuniary interests therein. Includes (i) 8,704 shares held by VSF IV; and (ii) a warrant to purchase up to 4,352 shares held by VSF IV. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer’s most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

CUSIP No. 12738T100

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1 Names of Reporting Persons.
Versant Venture Capital IV, L.P.

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware, United States of America

5 Sole Voting Power
2,072,448 shares of Common Stock (2)

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
0 shares

7 Sole Dispositive Power
2,072,448 shares of Common Stock (2)

8 Shared Dispositive Power
0 shares

9 Aggregate Amount Beneficially Owned by Each Reporting Person
2,072,448 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
3.26% (3)

12 Type of Reporting Person*
PN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen (“KGN”) and Kevin J. Wasserstein (“KJW” and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.
- (2) VV IV serves as the sole general partner of VVC IV and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. Includes (i) 1,381,632 shares held by VVC IV; and (ii) a warrant to purchase up to 690,816 shares held by VVC IV. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer’s most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

CUSIP No. 12738T100

13 G

1	Names of Reporting Persons Versant Ventures II, LLC
2	Check the Appropriate Box if a Member of a Group* (a) <input type="radio"/> o (b) <input checked="" type="radio"/> x (1)
3	SEC Use Only
4	Citizenship or Place of Organization Delaware, United States of America
	5 Sole Voting Power 0 shares
Number of Shares Beneficially Owned by Each Reporting Person With	6 Shared Voting Power 3,310,859 shares of Common Stock (2)
	7 Sole Dispositive Power 0 shares
	8 Shared Dispositive Power 3,310,859 shares of Common Stock (2)
9	Aggregate Amount Beneficially Owned by Each Reporting Person 3,310,859 shares of Common Stock (2)
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* <input type="radio"/> o
11	Percent of Class Represented by Amount in Row 9 5.20% (3)
12	Type of Reporting Person* OO

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware

limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW") and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

- (2) Includes: (i) 61,124 shares held by VAF II-A; (ii) 28,787 shares held by VSF II; and (iii) 3,220,948 shares held by VVC II. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Versant Ventures IV, LLC

2 Check the Appropriate Box if a Member of a Group*

(a) o

(b) x (1)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware, United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
2,085,504 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
2,085,504 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
2,085,504 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o

11 Percent of Class Represented by Amount in Row 9
3.28% (3)

12 Type of Reporting Person*
OO

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D.

Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen (“KGN”) and Kevin J. Wasserstein (“KJW”) and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.

- (2) Includes: (i) 8,704 shares held by VSF IV; (ii) 1,381,632 shares held by VVC IV; (iii) a warrant to purchase up to 4,352 shares held by VSF IV; and (iv) a warrant to purchase up to 690,816 shares held by VVC IV. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer’s most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Brian G. Atwood

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
87,500 shares (2)

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (3)

7 Sole Dispositive Power
87,500 shares (2)

8 Shared Dispositive Power
5,396,363 shares of Common Stock (3)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,483,863 shares of Common Stock (2)(3)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.62% (4)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen (“KGN”) and Kevin J. Wasserstein (“KJW”) and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.

- (2) Consists of options to acquire 87,500 shares of Common Stock held directly by BGA for the benefit of VVII.

- (3) Includes: (i) 61,124 shares held by VAF II-A; (ii) 28,787 shares held by VSF II; (iii) 3,220,948 shares held by VVC II; (iv) 8,704 shares held by VSF IV; (v) 1,381,632 shares held by VVC IV; (vi) a warrant to purchase up to 4,352 shares held by VSF IV; (vii) a warrant to purchase up to 690,816 shares held by VVC IV; and (viii) options to acquire 87,500 shares of Common Stock held directly by BGA for the benefit of VVC IV. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (4) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Samuel D. Colella

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW" and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL,

DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

- (2) Includes: (i) 61,124 shares held by VAF II-A; (ii) 28,787 shares held by VSF II; (iii) 3,220,948 shares held by VVC II; (iv) 8,704 shares held by VSF IV; (v) 1,381,632 shares held by VVC IV; (vi) a warrant to purchase up to 4,352 shares held by VSF IV; and (vii) a warrant to purchase up to 690,816 shares held by VVC IV. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Ross A. Jaffe

2 Check the Appropriate Box if a Member of a Group*

(a) o

(b) x (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen

(“KGN”) and Kevin J. Wasserstein (“KJW”) and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
William J. Link

2 Check the Appropriate Box if a Member of a Group*

(a) o

(b) x (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen

(“KGN”) and Kevin J. Wasserstein (“KJW”) and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G.

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- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer’s most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Donald B. Milder

2 Check the Appropriate Box if a Member of a Group*

(a) o

(b) x (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

(1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen

(“KGN”) and Kevin J. Wasserstein (“KJW” and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G..

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Rebecca B. Robertson

2 Check the Appropriate Box if a Member of a Group*

(a) o

(b) x (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares* o

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen

(“KGN”) and Kevin J. Wasserstein (“KJW” and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the “Reporting Persons”). The Reporting Persons expressly disclaim status as a “group” for purposes of this Schedule 13G..

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Camille D. Samuels

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership (“VAF II-A”), Versant Side Fund II, L.P., a Delaware limited partnership (“VSF II”), Versant Venture Capital II, L.P., a Delaware limited partnership (“VVC II”), Versant Side Fund IV, L.P., a Delaware limited partnership (“VSF IV”), Versant Venture Capital IV, L.P., a Delaware limited partnership (“VVC IV”), Versant Ventures II, LLC, a Delaware limited liability company (“VV II”), Versant Ventures IV, LLC, a Delaware limited liability company (“VV IV”), Brian G. Atwood (“BGA”), Samuel D. Colella (“SDC”), Ross A. Jaffe (“RAJ”), William J. Link (“WJL”), Donald B. Milder (“DBM”), Rebecca B. Robertson (“RBR”), Camille D. Samuels (“CDS”), Bradley J. Bolzon (“BJB”), Charles M. Warden (“CMW”), Barbara N. Lubash (“BNL”), Robin L. Praeger (“RLP”), Kirk G. Nielsen (“KGN”) and Kevin J. Wasserstein (“KJW” and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL,

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15

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Bradley J. Bolzon

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
Canada

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

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16

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Charles M. Warden

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW" and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL,

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17

CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Barbara N. Lubash

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW" and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL,

DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

- (2) Includes: (i) 61,124 shares held by VAF II-A; (ii) 28,787 shares held by VSF II; (iii) 3,220,948 shares held by VVC II; (iv) 8,704 shares held by VSF IV; (v) 1,381,632 shares held by VVC IV; (vi) a warrant to purchase up to 4,352 shares held by VSF IV; and (vii) a warrant to purchase up to 690,816 shares held by VVC IV. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Robin L. Praeger

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW" and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL,

DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G..

- (2) Includes: (i) 61,124 shares held by VAF II-A; (ii) 28,787 shares held by VSF II; (iii) 3,220,948 shares held by VVC II; (iv) 8,704 shares held by VSF IV; (v) 1,381,632 shares held by VVC IV; (vi) a warrant to purchase up to 4,352 shares held by VSF IV; and (vii) a warrant to purchase up to 690,816 shares held by VVC IV. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Kirk G. Nielsen

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW" and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL,

DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G..

- (2) Includes: (i) 61,124 shares held by VAF II-A; (ii) 28,787 shares held by VSF II; (iii) 3,220,948 shares held by VVC II; (iv) 8,704 shares held by VSF IV; (v) 1,381,632 shares held by VVC IV; (vi) a warrant to purchase up to 4,352 shares held by VSF IV; and (vii) a warrant to purchase up to 690,816 shares held by VVC IV. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

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CUSIP No. 12738T100

13 G

1 Names of Reporting Persons
Kevin J. Wasserstein

2 Check the Appropriate Box if a Member of a Group*

(a)

(b) (1)

3 SEC Use Only

4 Citizenship or Place of Organization
United States of America

5 Sole Voting Power
0 shares

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
5,396,363 shares of Common Stock (2)

7 Sole Dispositive Power
0 shares

8 Shared Dispositive Power
5,396,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person
5,396,363 shares of Common Stock (2)

10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*

11 Percent of Class Represented by Amount in Row 9
8.48% (3)

12 Type of Reporting Person*
IN

- (1) This Schedule 13G is filed by Versant Affiliates Fund II-A, L.P., a Delaware limited partnership ("VAF II-A"), Versant Side Fund II, L.P., a Delaware limited partnership ("VSF II"), Versant Venture Capital II, L.P., a Delaware limited partnership ("VVC II"), Versant Side Fund IV, L.P., a Delaware limited partnership ("VSF IV"), Versant Venture Capital IV, L.P., a Delaware limited partnership ("VVC IV"), Versant Ventures II, LLC, a Delaware limited liability company ("VV II"), Versant Ventures IV, LLC, a Delaware limited liability company ("VV IV"), Brian G. Atwood ("BGA"), Samuel D. Colella ("SDC"), Ross A. Jaffe ("RAJ"), William J. Link ("WJL"), Donald B. Milder ("DBM"), Rebecca B. Robertson ("RBR"), Camille D. Samuels ("CDS"), Bradley J. Bolzon ("BJB"), Charles M. Warden ("CMW"), Barbara N. Lubash ("BNL"), Robin L. Praeger ("RLP"), Kirk G. Nielsen ("KGN") and Kevin J. Wasserstein ("KJW" and together with VAF II-A, VSF II, VVC II, VSF IV, VVC IV, VV II, VV IV, BGA, SDC, RAJ, WJL,

DBM, RBR, CDS, BJB, CMW, BNL, KJW, RLP and KGN, collectively, the "Reporting Persons"). The Reporting Persons expressly disclaim status as a "group" for purposes of this Schedule 13G.

- (2) Includes: (i) 61,124 shares held by VAF II-A; (ii) 28,787 shares held by VSF II; (iii) 3,220,948 shares held by VVC II; (iv) 8,704 shares held by VSF IV; (v) 1,381,632 shares held by VVC IV; (vi) a warrant to purchase up to 4,352 shares held by VSF IV; and (vii) a warrant to purchase up to 690,816 shares held by VVC IV. VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VVC IV; however, they disclaim beneficial ownership of the shares held by VVC IV except to the extent of their pecuniary interests therein. The information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011.
- (3) This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

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Introductory Note: This Statement on Schedule 13G is filed on behalf of the Reporting Persons, in respect of shares of Common Stock, par value \$0.001 per share ("Common Stock"), of Cadence Pharmaceuticals, Inc. (the "Issuer").

Item 1

- (a) Name of Issuer:
Cadence Pharmaceuticals, Inc.
-
- Address of Issuer's Principal Executive Offices:
12481 High Bluff Dr. Suite 200
San Diego, California
-

Item 2

- (a) Name of Person(s) Filing:
Versant Affiliates Fund II-A, L.P. ("VAF II-A")
Versant Side Fund II, L.P. ("VSF II")
Versant Venture Capital II, L.P. ("VVC II")
Versant Ventures II, LLC ("VV II")
Versant Side Fund IV, L.P. ("VSF IV")
Versant Venture Capital IV, L.P. ("VVC IV")
Versant Ventures IV, LLC ("VV IV")
Brian G. Atwood ("BGA")
Samuel D. Colella ("SDC")
Ross A. Jaffe ("RAJ")
William J. Link ("WJL")
Donald B. Milder ("DBM")
Rebecca B. Robertson ("RBR")
Camille D. Samuels ("CDS")
Bradley J. Bolzon ("BJB")
Charles M. Warden ("CMW")
Barbara N. Lubash ("BNL")
Robin L. Praeger ("RLP")
Kirk G. Nielsen ("KGN")
Kevin J. Wasserstein ("KJW")
-
- (b) Address of Principal Business Office:
c/o Versant Ventures
3000 Sand Hill Road
Building 4, Suite 210
Menlo Park, California 94025
-
- (c) Citizenship:
- | | | | |
|--------------|----------|---|------------------------------------|
| Entities: | VAF II-A | - | Delaware, United States of America |
| | VSF II | - | Delaware, United States of America |
| | VVC II | - | Delaware, United States of America |
| | VV II | - | Delaware, United States of America |
| | VSF IV | - | Delaware, United States of America |
| | VVC IV | - | Delaware, United States of America |
| | VV IV | - | Delaware, United States of America |
| Individuals: | BGA | - | United States of America |
| | SDC | - | United States of America |
| | RAJ | - | United States of America |
| | WJL | - | United States of America |

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DBM	-	United States of America
RBR	-	United States of America
CDS	-	United States of America
BJB	-	Canada
CMW	-	United States of America
BNL	-	United States of America
RLP	-	United States of America
KGN	-	United States of America
KJW	-	United States of America

(d) Title of Class of Securities:
Common Stock

(e) CUSIP Number:
12738T100

Item 3 Not applicable.

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Item 4 Ownership.

The following information with respect to the ownership of the Common Stock by the Reporting Persons filing this statement on Schedule 13G is provided as of December 31, 2011:

Reporting Persons	Shares Held Directly	Sole Voting Power	Shared Voting Power	Sole Dispositive Power	Shared Dispositive Power	Beneficial Ownership	Percentage of Class (2)
VAF II-A	61,124	61,124	0	61,124	0	61,124	0.10%
VSF II	28,787	28,787	0	28,787	0	28,787	0.05%
VVC II	3,220,948	3,220,948	0	3,220,948	0	3,220,948	5.06%
VV II	0	0	3,310,859	0	3,310,859	3,310,859	5.20%
VSF IV	13,056	13,056	0	13,056	0	13,056	0.02%
VVC IV	2,072,448	2,072,448	0	2,072,448	0	2,072,448	3.26%
VV IV	0	0	2,085,504	0	2,085,504	2,085,504	3.28%
BGA	87,500	87,500	5,396,363	87,500	5,396,363	5,483,863	8.62%
SDC	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
RAJ	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
WJL	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
DBM	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
RBR	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
CDS	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
BJB	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
CMW	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
BNL	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
RLP	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
KGN	0	0	5,396,363	0	5,396,363	5,396,363	8.48%
KJW	0	0	5,396,363	0	5,396,363	5,396,363	8.48%

- VV II serves as the sole general partner of VAF II-A, VSF II and VVC II and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, DBM, RBR, CDS, BJB, CMW and BNL are directors and/or members of VV II and share voting and dispositive power over the shares held by VAF II-A, VSF II and VVC II; however, they disclaim beneficial ownership of the shares held by VAF II-A, VSF II and VVC II except to the extent of their pecuniary interests therein. VV IV serves as the sole general partner of VSF IV and VVC IV and owns no securities of the Issuer directly. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP, KGN and KJW are directors and/or members of VV IV and share voting and dispositive power over the shares held by VSF IV and VVC IV; however, they disclaim beneficial ownership of the shares held by VSF IV and VVC IV except to the extent of their pecuniary interests therein.
- This percentage is calculated based upon 63,615,530 shares of Common Stock outstanding as of October 31, 2011 as set forth in the Issuer's most recent 10-Q filed with the Securities and Exchange Commission on November 4, 2011.

Item 5 Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof, the reporting persons have ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

Item 6 Ownership of More than Five Percent on Behalf of Another Person.

See Items 2(a) and 4.

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Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8 Identification and Classification of Members of the Group.

Not applicable.

Item 9 Notice of Dissolution of Group.

Not applicable.

Item 10 Certification.

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 10, 2012

Versant Affiliates Fund II-A, L.P.

By: Versant Ventures II, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Side Fund II, L.P.

By: Versant Ventures II, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Venture Capital II, L.P.

By: Versant Ventures II, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Ventures II, LLC

By: /s/ Robin L. Praeger
Authorized Representative

Versant Side Fund IV, L.P.

By: Versant Ventures IV, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Venture Capital IV, L.P.

By: Versant Ventures IV, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

By: /s/ Robin L. Praeger
Managing Member

/s/ Robin L. Praeger as attorney in fact
Brian G. Atwood

/s/ Robin L. Praeger as attorney in fact
Samuel D. Colella

26

/s/ Robin L. Praeger as attorney in fact
Ross A. Jaffe

/s/ Robin L. Praeger as attorney in fact
William J. Link

/s/ Robin L. Praeger as attorney in fact
Donald B. Milder

/s/ Robin L. Praeger as attorney in fact
Rebecca B. Robertson

/s/ Robin L. Praeger as attorney in fact
Camille D. Samuels

/s/ Robin L. Praeger as attorney in fact
Bradley J. Bolzon

/s/ Robin L. Praeger as attorney in fact
Charles M. Warden

/s/ Robin L. Praeger as attorney in fact
Barbara N. Lubash

/s/ Robin L. Praeger
Robin L. Praeger

/s/ Robin L. Praeger
Kirk G. Nielsen

/s/ Robin L. Praeger as attorney in fact
Kevin J. Wasserstein

27

Exhibit(s):

A - Joint Filing Statement

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EXHIBIT A

JOINT FILING STATEMENT

We, the undersigned, hereby express our agreement that the attached Schedule 13G (or any amendments thereto) relating to the Common Stock of Cadence Pharmaceuticals, Inc. is filed on behalf of each of us.

Dated: February 10, 2012

By: Versant Ventures II, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Side Fund II, L.P.

By: Versant Ventures II, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Venture Capital II, L.P.

By: Versant Ventures II, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Ventures II, LLC

By: /s/ Robin L. Praeger
Authorized Representative

Versant Side Fund IV, L.P.

By: Versant Ventures IV, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Venture Capital IV, L.P.

By: Versant Ventures IV, LLC
Its: General Partner

By: /s/ Robin L. Praeger
Authorized Representative

Versant Ventures IV, LLC

By: /s/ Robin L. Praeger
Managing Member

/s/ Robin L. Praeger as attorney in fact

Brian G. Atwood

/s/ Robin L. Praeger as attorney in fact

Samuel D. Colella

/s/ Robin L. Praeger as attorney in fact

Ross A. Jaffe

/s/ Robin L. Praeger as attorney in fact

William J. Link

/s/ Robin L. Praeger as attorney in fact

Donald B. Milder

/s/ Robin L. Praeger as attorney in fact

Rebecca B. Robertson

/s/ Robin L. Praeger as attorney in fact

Camille D. Samuels

/s/ Robin L. Praeger as attorney in fact

Bradley J. Bolzon

/s/ Robin L. Praeger as attorney in fact

Charles M. Warden

/s/ Robin L. Praeger as attorney in fact

Barbara N. Lubash

/s/ Robin L. Praeger

Robin L. Praeger

/s/ Robin L. Praeger

Kirk G. Nielsen

/s/ Robin L. Praeger as attorney in fact

Kevin J. Wasserstein
