TREVENA INC
Form 3
January 30, 2014

FORM 3

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

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
Â GOWEN MAXINE
(Last) (First) (Middle)

C/O TREVENA, INC.,Â 1018 WEST 8TH AVENUE, SUITE A
(Street)

KING OF PRUSSIA,Â PAÂ 19406
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/30/2014

3. Issuer Name **and** Ticker or Trading Symbol
TREVENA INC [TRVN]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
President & CEO

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. 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	193,548	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	09/10/2020	Common Stock	230,806	$ 0.682	D	Â
Employee Stock Option (Right to Buy)	Â (2)	06/23/2021	Common Stock	4,074	$ 0.682	D	Â
Employee Stock Option (Right to Buy)	Â (3)	06/17/2023	Common Stock	382,089	$ 2.232	D	Â
Employee Stock Option (Right to Buy)	Â (4)	09/26/2023	Common Stock	104,838	$ 7.44	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GOWEN MAXINE C/O TREVENA, INC. 1018 WEST 8TH AVENUE, SUITE A KING OF PRUSSIA,Â PAÂ 19406	Â X	Â	Â President & CEO	Â

Signatures

/s/Derek Colla, Attorney-in-Fact for Maxine Gowen	01/30/2014
**Signature of Reporting Person	Date

Explanation of Responses:

* 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).

(1) As of January 30, 2014, 211,693 of the shares underlying this option shall be vested. On April 8, 2014 and July 8, 2014, subject to the reporting person's continuous service to the issuer through such date, 15,121 and 3,992 shares underlying this option shall become vested, respectively.

(2) As of January 30, 2014, 3,737 of the shares underlying this option shall be vested. On April 8, 2014 and July 8, 2014, subject to the reporting person's continuous service to the issuer through such date, 267 and 70 shares underlying this option shall become vested, respectively.

(3) One-sixteenth of these shares vested on August 3, 2013 and one-sixteenth vest quarterly thereafter.

(4) One-sixteenth of these shares vest on December 26, 2013 and one-sixteenth vest quarterly thereafter.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.
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