

TREVENA INC  
Form 10-Q  
May 09, 2014  
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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 10-Q**

(Mark One)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the quarterly period ended March 31, 2014**

Or

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the transition period from                      to**

**Commission File Number 000-19119**

# Trevena, Inc.

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**26-1469215**  
(I.R.S. Employer  
Identification No.)

**1018 West 8th Avenue, Suite A**  
**King of Prussia, PA**  
(Address of Principal Executive Offices)

**19406**  
(Zip Code)

Registrant's telephone number, including area code: **(610) 354-8840**

Securities registered pursuant to Section 12(b) of the Act:

**Title of each class**  
Common Stock, par value \$0.001 per share

**Name of each exchange on which registered**  
NASDAQ Global Select Market

Securities registered pursuant to Section 12(g) of the Act: **None**

(Title of Class)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act.:

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

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(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practical date.

Common Stock, \$0.001 par value

Shares outstanding as of May 5, 2014: 26,357,423

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Table of Contents**PART I****ITEM 1. FINANCIAL STATEMENTS****TREVENA, INC.****(A Development Stage Company)****Balance Sheets (Unaudited)**

	<b>December 31, 2013</b>	<b>March 31, 2014</b>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 37,965,198	\$ 91,344,666
Prepaid expenses and other current assets	1,957,765	3,395,364
Offering costs	1,999,279	
Total current assets	41,922,242	94,740,030
Property and equipment, net	343,059	257,864
Restricted cash	112,000	112,000
Other assets	15,625	45,300
Total assets	\$ 42,392,926	\$ 95,155,194
<b>Liabilities, redeemable convertible preferred stock and stockholders (deficit) equity</b>		
Current liabilities:		
Accounts payable	\$ 545,053	\$ 3,084,016
Accrued expenses and other current liabilities	2,158,792	1,775,505
Deferred rent	33,114	34,707
Total current liabilities	2,736,959	4,894,228
Deferred rent, net of current portion	313,919	307,374
Warrant liability	350,519	106,341
Total liabilities	3,401,397	5,307,943
Commitments and contingencies (Note 6)		
Redeemable convertible preferred stock:		
Series A convertible preferred stock, \$0.001 par value; 25,074,999 and 0 shares authorized, 25,074,999 and 0 shares issued and outstanding at December 31, 2013 and March 31, 2014 respectively, (liquidation preference of \$25,074,999 at December 31, 2013)	25,024,373	
Series B convertible preferred stock, \$0.001 par value; 35,500,000 and 0 shares authorized, 30,800,000 and 0 shares issued and outstanding at December 31, 2013 and March 31, 2014, respectively (liquidation preference of \$30,800,000 at December 31, 2013)	30,778,700	
Series B-1 convertible preferred stock, \$0.001 par value; 6,000,000 and 0 shares authorized, 4,750,000 and 0 shares issued and outstanding at December 31, 2013 and 2014, respectively (liquidation preference of \$4,200,000 at December 31, 2013)	4,823,079	
Series C convertible preferred stock, \$0.001 par value; 37,000,000 and 0 shares authorized, 36,764,704 and 0 shares issued and outstanding at December 31, 2013 and March 31, 2014, respectively (liquidation preference of \$59,999,997 at December 31, 2013)	59,935,986	

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Total redeemable convertible preferred stock	120,562,138	
Stockholders' (deficit) equity:		
Common stock, \$0.001 par value; 132,000,000 shares authorized, 957,756 and 26,232,941 shares issued and outstanding at December 31, 2013 and March 31, 2014, respectively	958	26,233
Additional paid-in capital	697,283	181,463,282
Deficit accumulated during the development stage	(82,268,850)	(91,642,264)
Total stockholders' (deficit) equity	(81,570,609)	89,847,251
Total liabilities, redeemable convertible preferred stock and stockholders' (deficit) equity	\$ 42,392,926	\$ 95,155,194

See accompanying notes to financial statements.

Table of Contents**TREVENA, INC.****(A Development Stage Company)****Statements of Operations and Comprehensive Loss (Unaudited)**

	<b>Three Months Ended March 31,</b>		<b>Period From</b>
	<b>2013</b>	<b>2014</b>	<b>November 9, 2007</b>
			<b>(date of inception) to</b>
			<b>March 31, 2014</b>
<b>Revenue:</b>			
Grant revenue	\$ 41,201	\$	\$ 9,016,734
Collaboration revenue			450,000
Total revenue	41,201		9,466,734
<b>Operating expenses:</b>			
General and administrative	761,437	2,020,865	20,748,841
Research and development	2,115,066	7,633,509	80,408,153
Total operating expenses	2,876,503	9,654,374	101,156,994
Loss from operations	(2,835,302)	(9,654,374)	(91,690,260)
<b>Other income (expense):</b>			
Change in fair value of warrant liability	10,255	98,922	395,861
Miscellaneous income		176,015	300,052
Interest income		6,023	76,553
Interest expense	(58,241)		(675,768)
Total other income (expense)	(47,986)	280,960	96,698
Net loss and comprehensive loss			