

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. 1)\*

**Cadence Pharmaceuticals, Inc.**

(Name of Issuer)

**Common Stock, par value \$0.001 per share**

(Title of Class of Securities)

**12738T100**

(CUSIP Number)

**February 19, 2009**

(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

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  
0 shares

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6 Shared Voting Power  
61,124 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
61,124 shares of Common Stock (2)

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

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

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11 Percent of Class Represented by Amount in Row 9  
0.12% (3)

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12 Type of Reporting Person\*  
PN

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- (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") 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 and RLP, 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 February 19, 2009.
- (3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

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CUSIP No. 12738T100

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

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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  
0 shares

---

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6 Shared Voting Power  
28,787 shares of Common Stock (2)

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7 Sole Dispositive Power  
0 shares

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8 Shared Dispositive Power  
28,787 shares of Common Stock (2)

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

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

11 Percent of Class Represented by Amount in Row 9  
0.06% (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") 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 and RLP, 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 February 19, 2009.
- (3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

3

CUSIP No. 12738T100

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  
0 shares

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6 Shared Voting Power  
3,220,948 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
3,220,948 shares of Common Stock (2)

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  
6.39% (3)

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12 Type of Reporting Person\*  
PN

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- (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”) 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 and RLP, 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 February 19, 2009.
- (3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

4

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CUSIP No. 12738T100

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

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

(a)  0  
(b)  (1)

---

3 SEC Use Only

---

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

---

5 Sole Voting Power  
0 shares

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6 Shared Voting Power  
13,056 shares of Common Stock (2)

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7 Sole Dispositive Power  
0 shares

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8 Shared Dispositive Power  
13,056 shares of Common Stock (2)

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

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10 Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares\*  0

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11 Percent of Class Represented by Amount in Row 9  
0.03% (3)

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- (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”) 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 and RLP, 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 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 February 19, 2009.
- (3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

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

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  
2,072,448 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
2,072,448 shares of Common Stock (2)

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\*  o

11 Percent of Class Represented by Amount in Row 9  
4.11% (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”) 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 and RLP, 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 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 February 19, 2009.
- (3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

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CUSIP No. 12738T100

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1	Names of Reporting Persons	Versant Ventures II, LLC
2	Check the Appropriate Box if a Member of a Group*	
	(a)	<input type="radio"/>
	(b)	<input checked="" type="radio"/> (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 3,360,859 shares of Common Stock (2)
	7	Sole Dispositive Power 0 shares
	8	Shared Dispositive Power 3,360,859 shares of Common Stock (2)
9	Aggregate Amount Beneficially Owned by Each Reporting Person	3,360,859 shares of Common Stock (2)
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares*	<input type="radio"/>
11	Percent of Class Represented by Amount in Row 9	6.67% (3)
12	Type of Reporting Person*	OO

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- (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”) 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 and RLP, 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; and (vi) options to acquire 50,000 shares of Common Stock held directly by BGA for the benefit of VV 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 February 19, 2009.
- (3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

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)  
4.14% (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") 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 and RLP, 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 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 February 19, 2009.

(3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

1 Names of Reporting Persons  
Brian G. Atwood

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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)  
10.81% (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") 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 and RLP, 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; (vii) a warrant to purchase up to 690,816 shares held by VVC IV; and (viii) options to acquire 50,000 shares of Common Stock held directly by BGA for the benefit of VV 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. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP 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 February 19, 2009.

(3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

1 Names of Reporting Persons  
Samuel D. Colella

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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)  
10.81% (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") 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 and RLP, 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; (vii) a warrant to purchase up to 690,816 shares held by VVC IV; and (viii) options to acquire 50,000 shares of Common Stock held directly by BGA for the benefit of VV 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. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP 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 February 19, 2009.

(3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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)  
10.81% (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") 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 and RLP, 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 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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)  
10.81% (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”) 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 and RLP, 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 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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)  
10.81% (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") 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 and RLP, 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 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

CUSIP No. 12738T100

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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  
10.81% (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") 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 and RLP, 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

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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  
10.81% (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") 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 and RLP, 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

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

United States of America

5 Sole Voting Power  
0 shares

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

6 Shared Voting Power  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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  
10.81% (3)

12 Type of Reporting Person\*  
IN

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CUSIP No. 12738T100

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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  
10.81% (3)

12 Type of Reporting Person\*  
IN

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(3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.



1 Names of Reporting Persons  
Barbara N. Lubash

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  
5,446,363 shares of Common Stock (2)

7 Sole Dispositive Power  
0 shares

8 Shared Dispositive Power  
5,446,363 shares of Common Stock (2)

9 Aggregate Amount Beneficially Owned by Each Reporting Person  
5,446,363 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  
10.81% (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") 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 and RLP, 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; (vii) a warrant to purchase up to 690,816 shares held by VVC IV; and (viii) options to acquire 50,000 shares of Common Stock held directly by BGA for the benefit of VV 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. BGA, SDC, RAJ, WJL, RBR, CDS, BJB, CMW, RLP 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 February 19, 2009.

(3) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

**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”)  
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
- 

- (b) 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
	DBM	-	United States of America
	RBR	-	United States of America
	CDS	-	United States of America
	BJB	-	United States of America
	CMW	-	United States of America
	BNL	-	United States of America
	RLP	-	United States of America
	KJW	-	United States of America

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- (d) Title of Class of Securities:  
Common Stock
- 

- (e) CUSIP Number:  
12738T100
- 

**Item 3** Not applicable.

**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 February 19, 2009:

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	0	61,124	0	61,124	61,124	0.12%
VSF II	28,787	0	28,787	0	28,787	28,787	0.06%
VVC II	3,220,948	0	3,220,948	0	3,220,948	3,220,948	6.39%
VV II	0	0	3,360,859	0	3,360,859	3,360,859	6.67%
VSF IV	13,056	0	13,056	0	13,056	13,056	0.03%
VVC IV	2,072,448	0	2,072,448	0	2,072,448	2,072,448	4.11%
VV IV	0	0	2,085,504	0	2,085,504	2,085,504	4.14%
BGA	50,000	0	5,446,363	0	5,446,363	5,446,363	10.81%
SDC	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
RAJ	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
WJL	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
DBM	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
RBR	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
CDS	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
BJB	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
CMW	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
BNL	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
RLP	0	0	5,446,363	0	5,446,363	5,446,363	10.81%
KJW	0	0	5,446,363	0	5,446,363	5,446,363	10.81%

- (1) 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 and KJW are directors and/or members of VV II 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.
- (2) This percentage is calculated based upon 50,403,779 shares of Common Stock outstanding as of February 19, 2009.

**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.

**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.

20

**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 25, 2009

**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

**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 as attorney in fact

**Kevin J. Wasserstein**

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**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 25, 2009

**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

