

Dicerna Pharmaceuticals Inc
 Form 4
 February 04, 2014

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
 SCHOEMAKER KATHLEEN K

2. Issuer Name and Ticker or Trading Symbol
 Dicerna Pharmaceuticals Inc
 [DRNA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 02/04/2014

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

C/O DOMAIN ASSOCIATES, LLC, ONE PALMER SQUARE

(Street)

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

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

PRINCETON, NJ 08542

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/04/2014		C	1,752,707 A	1,752,707	I	By Domain Partners VIII, L.P. (2)
Common Stock	02/04/2014		C	13,004 A	13,004	I	By DP VIII Associates, L.P. (2)

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying Security (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Series B Preferred Stock	(1)	02/04/2014		C		476,464	(1)	(1)	Common Stock
Series C Preferred Stock	(1)	02/04/2014		C		1,276,243	(1)	(1)	Common Stock
Warrant	\$ 7 (1)	02/04/2014		C		21,041	01/29/2014	06/26/2018	Series C Preferred Stock
Warrant	\$ 7 (1)	02/04/2014		C		21,041	01/29/2014	06/26/2018	Common Stock
Series B Preferred Stock	(1)	02/04/2014		C		3,535	(1)	(1)	Common Stock
Series C Preferred Stock	(1)	02/04/2014		C		9,469	(1)	(1)	Common Stock
Warrant	\$ 7 (1)	02/04/2014		C		156	01/29/2014	06/26/2018	Series C Preferred Stock
Warrant	\$ 7 (1)	02/04/2014		C		156	01/29/2014	06/26/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

