FORM 4

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

OMB APPROVAL					
MB Number:	3235-0287				
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ours per response	e 0.5				

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

pe Responses)														
Name and Address of Reporting Person * Sheldon Behshad				2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	(First) EET, SUITE 606		3. Date of Earliest Transaction (Month/Day/Year) 11/09/2015						e title below)						
ORE MD :	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				_X_ F	6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person							
	(State)	(Zip)			Ta	ble I -	Non-Deri	vative Se	curities	Acquired,	Disposed	of, or Ben	eficially Owr	ied	
ecurity		Date	Execution any	n Da	ate, if	Code (Instr. 8	3)	(A) or Dis Instr. 3, 4	sposed of and 5) (A) or	inired 5. Amount of Sec Owned Followin Transaction(s) (Instr. 3 and 4)		wing Reported		Ownership Form: Direct (D) or Indirect (I)	eneficial wnership
Report on a so	eparate line for each	Table II - 1	Derivativ	e Se	curitie	s Acqu	Perso conta form o	ns who in the lisplays	his forr a curre or Bene	m are not ently valid	required OMB co	to respon	nd unless th		74 (9-02)
		3A. Deemed Execution Date, i	4. 5. Number of Code Derivative		6. Date I Expiration	6. Date Exercisable and 7. Tit Expiration Date Amo (Month/Day/Year) Unde Security Control of the			ount of Securities (Ins		Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect			
							Date	Expir	ation		Amount				
			Code	V	(A)	(D)	Exercisa	ble Date		Title	Number of Shares				
	d Address of Behshad ATT STRI ORE, MD 2 Or ecurity 2. Conversion or Exercise Price of Derivative	d Address of Reporting Person— Behshad (First) (ATT STREET, SUITE 606 (Street) ORE, MD 21202 (State) ecurity Report on a separate line for each conversion or Exercise Price of Derivative	d Address of Reporting Person ** Behshad (Middle) (ATT STREET, SUITE 606 (Street) ORE, MD 21202 (State) (State) (Zip) ecurity 2. Transaction Date (Month/Day/Year) Table II - (Conversion or Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. A. Deemed Execution Date, idea on any (Month/Day/Year) (Month/Day/Year)	d Address of Reporting Person 2. Issuer Cerecor Schshad	d Address of Reporting Person * 3. Issuer Nar Cerecor Inc. (Middle) 3. Date of Ear 11/09/2015 (Street) 4. If Amendm ORE, MD 21202 (State) (Zip) ecurity 2. 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Transaction Date (Month/Day/Year) Code (Month/Day/Year) (Month/Day/Year) Report on a separate line for each class of securities beneficially owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned directly or indirectly. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned directly or indirectly. Persons who respond to the contained in this form are not form displays a currently valid on Experiation Date (Month/Day/Year) Conversion Date Execution Date, if Transaction of Code (Month/Day/Year) Conversion Date (Month/Day/	2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. 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Relationship of Report (Chec XDirector Officer (give title below) 8. Report on a separate line for each class of securities beneficially owned directly or indirectly. 8. Report on a separate line for each class of securities beneficially owned directly or indirectly. 8. Persons who respond to the collection of inform contained in this form are not required to resport form displays a currently valid OMB control num 8. Price of Officer (give title below) 8. A. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) 9. Code V Amount (D) Price 9. Persons who respond to the collection of inform contained in this form are not required to resport form displays a currently valid OMB control num 1. Table II - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned (c.g., puts, calls, warrants, options, convertible securities (Instr. 3) and 4) 1. Title and Amount of Underlying Securities (Instr. 3) and 4) 1. Title and Amount of Underlying Securities (Instr. 3) and 4) 1. Title and Amount of Underlying Securities (Instr. 3) and 4)	2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] 2. Issuer Name and Ticker or Trading Symbol Cerecor Inc. [CERC] 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Relationship of Reporting Person(s) (Check all applicable 11/09/2015 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Chec X., Form filed by More than One Reporting Person 7. Form filed by More than One Reporting Person 8. Form filed by More than One Reporting Person 8. Form filed by More than One Reporting Person 8. Form filed by More than One Reporting Person 9. (State) 1. If Amendment, Date Original Filed(Month/Day/Year) 2. Transaction Date (Month/Day/Year) 1. If Amendment, Date Original Filed(Month/Day/Year) 2. Transaction Date (Month/Day/Year) 1. If Amendment, Date Original Filed(Month/Day/Year) 2. Transaction (Instr. 3. 4 and 5) 2. Transaction (Instr. 3. 4 and 5) 2. Transaction (Instr. 3. 4 and 5) 2. Transaction (Instr. 3. and 4) 3. Transaction (Instr. 3. and 4) 4. S. Number Code 2. Date Exercisable (Month/Day/Year) (Month/Day/Year)	Address of Reporting Person Cerecor Inc. [CERC] S. Relationship of Reporting Person(s) to Issuer Name and Ticker or Trading Symbol (Cfeck all applicable) Cerecor Inc. [CERC] Cfeck all applicable) Cfeck all appl

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Sheldon Behshad 400 E. PRATT STREET, SUITE 606 BALTIMORE, MD 21202	X					

Signatures

/s/ Mariam E. Morris	11/12/2015
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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) The Stock Options vest in three equal installments on November 9, 2016, 2017 and 2018.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.