#### FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL								
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Name and Address of Reporting Person*     Morrison Jodie Pope		oorting Person <sup>*</sup>	Issuer Name and Ticker or Trading Symbol Tokai Pharmaceuticals Inc [TKAI]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle) C/O TOKAI PHARMACEUTICALS, INC., ONE BROADWAY, 14TH FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 09/22/2014	(Check all applicable)  X Director 10% Owner  X Officer (give Other (specify title below) below)  President and CEO				
(Street) CAMBRIDGE (City)	MA (State)	02142 (Zip)	4. If Amendment, Date of 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 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)	Code		4. Secul Acquired Dispose (Instr. 3.	d (A) d of	or (D)	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)			

	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. Transac Code (Instr. 8		5. Num of Derivat Securiti Acquire (A) or Dispose of (D) (Instr. 3 and 5)	and Expiration Date (Month/Day/Year)  and Expiration Date (Month/Day/Year)		ate Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$ 1.58	09/22/2014		A		165,251		09/22/2014	06/26/2023	Common Stock	165,251	\$ 0	<sub>165,251</sub> <sup>(1)</sup>	D	

### **Explanation of Responses:**

1. This option, granted effective on June 26, 2013, provided for 100% vesting upon the closing of the Issuer's initial public offering. Upon the closing of the Issuer's initial public offering, this option vested as to 100% of the shares underlying the option.

/s/ Cindy Driscoll, Attorneyin-Fact 09/24/2014

\*\* Signature of Reporting Person Date

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

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

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

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).