

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Drake Debra A</u>  (Last) (First) (Middle) C/O TREVI THERAPEUTICS, INC. 195 CHURCH STREET, 14TH FLOOR  (Street) NEW HAVEN CT 06510  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Trevi Therapeutics, Inc. [ TRVI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/09/2019</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/09/2019		C		52,141	A	(1)(2)	52,141	D	
Common Stock	05/09/2019		C		10,399	A	(1)	10,399	I	By spouse

**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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series A Preferred Stock	(1)	05/09/2019		C			58,153	(1)	(1)	Common Stock	8,482	\$0.00	0	D	
Series A Preferred Stock	(1)	05/09/2019		C			75,000	(1)	(1)	Common Stock	10,399	\$0.00	0	I	By spouse
Series C Preferred Stock	(2)	05/09/2019		C			376,023	(2)	(2)	Common Stock	43,659	\$0.00	0	D	

**Explanation of Responses:**

- On May 9, 2019, the Series A Preferred Stock, and the dividends that had accrued thereon to date, converted into Common Stock on a 9.5-for-one basis without payment of further consideration automatically upon the closing of the Issuer's initial public offering. The shares had no expiration date.
- On May 9, 2019, the Series C Preferred Stock, and the dividends that had accrued thereon to date, converted into Common Stock on a 9.5-for-one basis without payment of further consideration automatically upon the closing of the Issuer's initial public offering. The shares had no expiration date.

**Remarks:**

/s/ Debra Drake 05/09/2019  
 \*\* Signature of Reporting Person Date

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

\* 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).

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

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