

SCYNEXIS INC  
Form 4  
May 08, 2014

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
Nothias Jean-Yves

(Last) (First) (Middle)

C/O SCYNEXIS, INC., 3501 C  
TRICENTER BOULEVARD

(Street)

DURHAM, NC 27713

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SCYNEXIS INC [SCYX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/07/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)	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	05/07/2014		X	5,251 (1) A \$ 0.2	5,251	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		X	5,251 (1) A \$ 0.2	10,502	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		X	25,998 (1) A \$ 0.2	36,500	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		C	46,863 (1) A (2) 83,363		I	By FCPR Biotechnology

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Common Stock	05/07/2014	C	88,796 <u>(1)</u>	A	(3)	172,159	I		Fund By FCPR Biotechnology Fund
Common Stock	05/07/2014	C	42,336 <u>(1)</u>	A	(4)	214,495	I		Fund By FCPR Biotechnology Fund
Common Stock	05/07/2014	C	30,582 <u>(1)</u>	A	(5)	245,077	I		Fund By FCPR Biotechnology Fund
Common Stock	05/07/2014	P	50,000	A	\$ 10	295,077	I		Fund By FCPR Biotechnology Fund

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		5,251		Common Stock	5,251 <u>(1)</u>
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		5,251		Common Stock	5,251 <u>(1)</u>
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		25,998		Common Stock	25,998 <u>(1)</u>

buy)

Series B Preferred Stock	(2)	05/07/2014	C	166,482	(2)	(2)	Common Stock	46,863 (1)
Series C Preferred Stock	(3)	05/07/2014	C	313,996	(3)	(3)	Common Stock	88,796 (1)
Series D-1 Preferred Stock	(4)	05/07/2014	C	863,672	(4)	(4)	Common Stock	42,336 (1)
Series D-2 Preferred Stock	(5)	05/07/2014	C	623,880	(5)	(5)	Common Stock	30,582 (1)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nothias Jean-Yves C/O SCYNEXIS, INC., 3501 C TRICENTER BOULEVARD DURHAM, NC 27713	X			

## Signatures

/s/ Eileen Pruette, by power of attorney  
05/08/2014

\*\*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 reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (2) Upon closing of the Issuer's initial public offering, each share of Series B Preferred Stock converted automatically into shares of common stock of the Issuer on a 1-for-3.536 basis, and had no expiration date.
- (3) Upon closing of the Issuer's initial public offering, each share of Series C Preferred Stock converted automatically into shares of common stock of the Issuer on a 1-for-3.536 basis, and had no expiration date.
- (4) Upon closing of the Issuer's initial public offering, each share of Series D-1 Preferred Stock converted automatically into shares of common stock of the Issuer on a 1-for-20.4 basis, and had no expiration date.
- (5) Upon closing of the Issuer's initial public offering, each share of Series D-2 Preferred Stock converted automatically into shares of common stock of the Issuer on a 1-for-20.4 basis, and had no expiration date.

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.