SCYNEXIS INC Form 4 May 08, 2014

FORM 4

OMB APPROVAL

burden hours per

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005
Estimated average

Form 4 or Form 5 obligations may continue. See Instruction

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

SECURITIES

response... 0.5

1(b).

Common

Stock

05/07/2014

(Print or Type Responses)

KIRBY PAMELA J Sy			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer		
		SCYNEXIS INC [SCYX]				(Check all applicable)			
(Last)	(First) (M		Earliest Tra	ansaction				400	
C/O SCYNI TRICENTE	`	(Month/Day/Year) 05/07/2014			_X_ Director Officer (giv below)		Owner or (specify		
	(Street)	endment, Date Original				6. Individual or Joint/Group Filing(Check			
DURHAM,	onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) (Z	Zip) Table	e I - Non-D	erivative S	ecurit	ies Acc	quired, Disposed	of, or Beneficial	lly 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. Securit on(A) or Dis (D) (Instr. 3, 4	sposed	of	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	05/07/2014		X	12,745	A	\$ 0.2	12,745	D	

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

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12,745 A

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SEC 1474

(9-02)

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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 orDerivative 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)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X	12,745	01/31/2014	01/30/2019	Common Stock	12,745
Series D-2 Preferred Stock	(1)	05/07/2014		С	260,000	<u>(1)</u>	<u>(1)</u>	Common Stock	12,745

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
KIRBY PAMELA J 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) 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.

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