SCYNEXIS INC Form 4 May 08, 2014

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction 1(b).

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

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person * FCPR Biotechnology Fund

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

SCYNEXIS INC [SCYX]

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

05/07/2014

Director

_ 10% Owner Officer (give title _ Other (specify

57 RUE DE RICHELIEU

4. If Amendment, Date Original

Applicable Line)

6. Individual or Joint/Group Filing(Check _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

Form filed by More than One Reporting

Person

below)

PARIS, 10 75002

(City)	(State) (2	Zip) Table	e I - Non-D	erivative S	ecurit	ties Aco	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	05/07/2014		X	5,251	A	\$ 0.2	5,251	D	
Common Stock	05/07/2014		X	5,251	A	\$ 0.2	10,502	D	
Common Stock	05/07/2014		X	25,998	A	\$ 0.2	36,500	D	
Common Stock	05/07/2014		C	46,863	A	<u>(1)</u>	83,363	D	
Common Stock	05/07/2014		C	88,796	A	<u>(2)</u>	172,159	D	
	05/07/2014		C	42,336	A	<u>(3)</u>	214,495	D	

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Common Stock							
Common Stock	05/07/2014	C	30,582	A	<u>(4)</u>	245,077	D
Common Stock	05/07/2014	P	50,000	A	\$ 10	295,077	D

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

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 control number.

SEC 1474

(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)	Code	5. Number of Derivative Expiration Date Expiration Date (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and Amount or 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	5,251	12/07/2011	12/06/2016	Common Stock	5,251
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X	5,251	05/15/2012	05/14/2017	Common Stock	5,251
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X	25,998	12/11/2013	12/10/2018	Common Stock	25,998
Series B Preferred Stock	<u>(1)</u>	05/07/2014		C	166,482	<u>(1)</u>	<u>(1)</u>	Common Stock	46,863
Series C Preferred Stock	(2)	05/07/2014		C	313,996	(2)	(2)	Common Stock	88,796

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D-1 Preferred Stock	(3)	05/07/2014	С	863,672	<u>(3)</u>	<u>(3)</u>	Common Stock	42,336
Series D-2 Preferred Stock	<u>(4)</u>	05/07/2014	С	623,880	<u>(4)</u>	<u>(4)</u>	Common Stock	30,582

Reporting Owners

Reporting Owner Name / Address	Relationships						
FB	Director	10% Owner	Officer	Other			
FCPR Biotechnology Fund							
57 RUE DE RICHELIEU		X					
PARIS, I0 75002							

Signatures

By: /s/ Jean-Yves Nothias,
Director 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 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.
- (2) 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.
- (3) 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.
- (4) 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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