

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 *
Ventech Capital II

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
47 AVENUE DE L'OPERA
(Street)

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

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

PARIS CEDEX 07, IO 75002

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/07/2014		X		14,005	A	\$ 0.2
Common Stock	05/07/2014		X		14,005	A	\$ 0.2
Common Stock	05/07/2014		X		43,704	A	\$ 0.2
Common Stock	05/07/2014		C		30,930	A	① 102,644
Common Stock	05/07/2014		C		96,294	A	② 198,938
	05/07/2014		C		39,685	A	③ 238,623

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Common
Stock

Common Stock 05/07/2014 C 147,588 A (4) 386,211 D

Common Stock 05/07/2014 P 28,000 A \$ 10 414,211 D

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		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		14,005	12/07/2011	12/06/2016	Common Stock	14,005
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		14,005	05/15/2012	05/14/2017	Common Stock	14,005
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		43,704	12/11/2013	12/10/2018	Common Stock	43,704
Series B Preferred Stock	(1)	05/07/2014		C		109,879	(1)	(1)	Common Stock	30,900
Series C Preferred Stock	(2)	05/07/2014		C		340,509	(2)	(2)	Common Stock	96,200
	(3)	05/07/2014		C		809,584	(3)	(3)		39,600

Series D-1 Preferred Stock								Common Stock	
Series D-2 Preferred Stock	(4)	05/07/2014	C	3,010,807	(4)	(4)		Common Stock	147,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ventech Capital II 47 AVENUE DE L'OPERA PARIS CEDEX 07, 10 75002			X	

Signatures

By: /s/ Mounia Chaoui, venture Partner to Ventech 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.