

SCYNEXIS INC
Form 3
May 02, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Ribeill Yves J | | (Month/Day/Year) | SCYNEXIS INC [SCYX] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 05/02/2014 | | |
| C/O SCYNEXIS, INC.,Â 3501 | | | (Check all applicable) | |
| C TRICENTER BOULEVARD | | | <input checked="" type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Street) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| DURHAM,Â NCÂ 27713 | | | President and CEO | |
| (City) | (State) | (Zip) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 16,975 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|-------------------------------------|------------------|------------------|--------------|----------------------------|-------------------|----------------------------|---|
| Common Stock Warrant (right to buy) | 01/31/2014 | 01/30/2019 | Common Stock | 595 | \$ 0.2 | D | Â |
| Series D-2 Preferred Stock | 12/11/2013 | Â ⁽¹⁾ | Common Stock | 595 ⁽¹⁾ | \$ ⁽¹⁾ | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 10/21/2014 | Common Stock | 7,352 | \$ 20.4 | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 04/27/2015 | Common Stock | 7,352 | \$ 20.4 | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 04/19/2016 | Common Stock | 931 | \$ 20.4 | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 04/25/2017 | Common Stock | 3,676 | \$ 20.4 | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 04/17/2018 | Common Stock | 2,941 | \$ 20.4 | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 04/22/2019 | Common Stock | 3,676 | \$ 25.5 | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 07/14/2020 | Common Stock | 2,941 | \$ 25.91 | D | Â |
| Stock Option (right to buy) | Â ⁽²⁾ | 04/20/2021 | Common Stock | 1,960 | \$ 30.6 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ribeill Yves J C/O SCYNEXIS, INC., 3501 C TRICENTER BOULEVARD DURHAM, NC 27713 | Â X | Â | Â President and CEO | Â |

Signatures

/s/ Eileen Pruette, by power of attorney
05/02/2014

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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 Series D-2 Preferred Stock is convertible into Common Stock of the Issuer on a 1-for-20.4 basis at any time at the holder's election, and automatically upon the closing of the Issuer's initial public offering, and has no expiration date.

(2)

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The option vests and becomes exercisable with respect to 25% of the total number of underlying shares on each the first and the second anniversary of the vesting commencement date and with respect to the remaining 50% of the underlying shares on the third anniversary of the vesting commencement date.

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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