

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 <b>and</b> Ticker or Trading Symbol	
Ventech Capital II		(Month/Day/Year)	SCYNEXIS INC [SCYX]	
(Last)	(First)	(Middle)	05/02/2014	
47 AVENUE DE L'OPERA			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
PARIS CEDEX 07, Î 10 Î 75002			<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<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)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**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.**

**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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date			
		Title	Amount or Number of Shares		

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Common Stock Warrant (right to buy)	12/07/2011	12/06/2016	Common Stock	14,005	\$ 0.2	D	Â
Common Stock Warrant (right to buy)	05/15/2012	05/14/2017	Common Stock	14,005	\$ 0.2	D	Â
Common Stock Warrant (right to buy)	12/11/2013	12/10/2018	Common Stock	43,704	\$ 0.2	D	Â
Series B Preferred Stock	08/25/2000	Â <sup>(1)</sup>	Common Stock	30,930 <sup>(1)</sup>	\$ <sup>(1)</sup>	D	Â
Series C Preferred Stock	06/19/2002	Â <sup>(2)</sup>	Common Stock	96,294 <sup>(2)</sup>	\$ <sup>(2)</sup>	D	Â
Series D-1 Preferred Stock	12/11/2013	Â <sup>(3)</sup>	Common Stock	39,685 <sup>(3)</sup>	\$ <sup>(3)</sup>	D	Â
Series D-2 Preferred Stock	12/11/2013	Â <sup>(4)</sup>	Common Stock	147,588 <sup>(4)</sup>	\$ <sup>(4)</sup>	D	Â

## Reporting Owners

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

## Signatures

By: /s/ Alain CAFFI, Chairman of Managing Board  
Date: 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) Each of the Series B Preferred Stock is convertible into Common Stock of the Issuer on a 1-for-3.536 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) Each of the Series C Preferred Stock is convertible into Common Stock of the Issuer on a 1-for-3.536 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.
  - (3) Each of the Series D-1 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.
  - (4) Each of 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.

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.