# FORM 4

Stock

Option

buy) Stock

(right to

\$ 9.64

06/18/2014

A

2,941

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

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Ty	pe Response	es)													
1. Name and Address of Reporting Person * Ribeill Yves J				2. Issuer Name and Ticker or Trading Symbol SCYNEXIS INC [SCYX]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X_Director 10% Owner				
(Last) (First) (Middle) C/O SCYNEXIS, INC., 3501 C TRICENTER BOULEVARD				3. Date of Earliest Transaction (Month/Day/Year) 06/18/2014							X Officer (give title below) Other (specify below)  President and CEO				
(Street)				4. If An	nend	ment, Date	Origin	al Filed(Mor	th/Dav/Year)	6. In	dividual or	Joint/Groun	Filing(Check A	oplicable Line)	
DURHAM, NC 27713				4. If Amendment, Date Original Filed(Month/Day/Year)						_X_ F	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person				
(City) (State) (Zip)					Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									l	
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year			Execution Date, if C			. Transa Code Instr. 8)	(A) (In	Securities Acqu ) or Disposed of str. 3, 4 and 5)  (A) or nount (D)	(D) Owner Trans	Transaction(s) (Instr. 3 and 4)		C F C o (l	orm: Over Indirect (In	Nature Indirect neficial vnership str. 4)	
Reminder:	Report on a s	separate line for eac	h class of securities	beneficia	ally	owned dire	ectly or	Persons in this fo	who respond rm are not re a currently v	quired to	respond (	unless the		ed SEC 147	4 (9-02)
			Table II -						ed of, or Benefi vertible securit		ed				
1. Title of Derivative Security (Instr. 3)	Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if	4. Transac Code	tion	5. Numbe	r of e (A) or of (D)		ercisable and Date	7. Title and of Underly Securities	. Title and Amount f Underlying		9. Number of Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
Stock Option (right to buy)	\$ 9.64	06/18/2014		A		7,352		<u>(1)</u>	06/17/2024	Common Stock	7,352	<u>(2)</u>	7,352	D	
Stock Option (right to buy)	\$ 20.4	06/18/2014		D			7,352	(1)	10/21/2014	Common Stock	7,352	<u>(2)</u>	0	D	
Stock Option (right to buy)	\$ 9.64	06/18/2014		A		7,352		(1)	06/17/2024	Common Stock	7,352	<u>(2)</u>	7,352	D	
Stock Option (right to buy)	\$ 20.4	06/18/2014		D			7,352	(1)	04/27/2015	Common Stock	7,352	<u>(2)</u>	0	D	
Stock Option (right to buy)	\$ 9.64	06/18/2014		A		931		(1)	06/17/2024	Common Stock	931	<u>(2)</u>	931	D	
Stock Option (right to buy)	\$ 20.4	06/18/2014		D			931	(1)	04/19/2016	Common Stock	931	<u>(2)</u>	0	D	
Stock Option (right to buy)	\$ 9.64	06/18/2014		A		3,676		(1)	06/17/2024	Common Stock	3,676	<u>(2)</u>	3,676	D	
Stock Option (right to buy)	\$ 20.4	06/18/2014		D			3,676	<u>(1)</u>	04/25/2017	Common Stock	3,676	<u>(2)</u>	0	D	

06/17/2024 Common

Stock

2,941

<u>(2)</u>

2,941

D

<u>(1)</u>

Option (right to buy)	\$ 20.4	06/18/2014	D		2,941	(1)	04/17/2018	Common Stock	2,941	(2)	0	D	
Stock Option (right to buy)	\$ 9.64	06/18/2014	A	3,676		(1)	06/17/2024	Common Stock	3,676	<u>(2)</u>	3,676	D	
Stock Option (right to buy)	\$ 25.5	06/18/2014	D		3,676	(1)	04/22/2019	Common Stock	3,676	<u>(2)</u>	0	D	
Stock Option (right to buy)	\$ 9.64	06/18/2014	A	2,941		(1)	06/17/2024	Common Stock	2,941	<u>(3)</u>	2,941	D	
Stock Option (right to buy)	\$ 25.91	06/18/2014	D		2,941	<u>(1)</u>	07/14/2020	Common Stock	2,941	(3)	0	D	
Stock Option (right to buy)	\$ 9.64	06/18/2014	A	1,960		(1)	06/17/2024	Common Stock	1,960	(3)	1,960	D	
Stock Option (right to buy)	\$ 30.6	06/18/2014	D		1,960	(1)	04/20/2021	Common Stock	1,960	<u>(3)</u>	0	D	
Stock Option (right to buy)	\$ 9.64	06/18/2014	A	187,052		<u>(4)</u>	06/17/2024	Common Stock	187,052	\$ 0	187,052	D	

### **Reporting Owners**

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

#### **Signatures**

/s/ Eileen Pruette, by power of attorney	06/19/2014
**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) The option is fully vested.
- The re-pricing of the option is subject to the approval of the Company's stockholders. In connection with the re-pricing of the option, the option was further amended to provide that the (2) term of the option shall be extended until June 17, 2024 and, in the event of the holder's termination of services with the Company, the holder shall have the right to exercise any vested shares under the option until the expiration of the option. In connection with the amendments, the original option is deemed canceled and replaced with a new option.
- (3) In connection with the re-pricing of the option, the option was further amended to provide that the term of the option shall be extended until June 17, 2024. In connection with the amendments, the original option is deemed canceled and replaced with a new option.
- (4) The option vests in 48 equal monthly installments from the grant date of June 18, 2014.

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.