FORM 4	
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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).

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

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#### 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 Type Response	s)										
1. Name and Address of Ribeill Yves J	2. Issuer Name and SCYNEXIS INC		Tradi	ng Symbo	ol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) C/O SCYNEXIS, IN BOULEVARD	3. Date of Earliest Transaction (Month/Day/Year) 05/07/2014						X Officer (give title below) Other (specify below) President and CEO				
DURHAM, NC 277		4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	T	able I - Nor	1-Dei	rivative S	ecuritie	s Acqu	ired, Disposed of, or Beneficially Ow	ned			
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)	Execution Date, if Code (A) o			4. Secur (A) or D (Instr. 3,	isposed	of (D)	Owned Following Reported Transaction(s)	Ownership Form:	Beneficial
			(Month/Day/Year)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	1
Common Stock		05/07/2014		Х		595	A	\$ 0.2	595	D	
Common Stock		05/07/2014		С		595	А	<u>(1)</u>	1,190	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

Derivative Security (Instr. 3)   Conversion or Exercise Price of Derivative Security   Date (Month/Day/Year)   Execution Date, if any (Month/Day/Year)   Transaction (Ode (Instr. 8)   of Derivative Acquired (A) or Disposed of (Instr. 3, 4)   Expiration Date (Month/Day/Year)   Amount of Underlying Securities (Instr. 3 and 4)   Derivative Securities (Instr. 3 and 4)   Ownership Securities (Instr. 3)   Ownership Securities (Instr. 4)   Derivative Securities (Instr. 4)   Derivative Secur		(e.g., puts, calls, warrants, options, convertible securities)														
Security (Instr. 3)   or Exercise Price of Derivative Security   (Month/Day/Year)   Code (Instr. 8)   Derivative Securities (A) or Disposed of (D)   (Month/Day/Year)   (Month/Day/Year)   Securities Securities (Instr. 3)   Securities (Instr. 3)   Securities Securities (Instr. 4)   Securities Beneficially Owned (Instr. 4)   Form of Derivative Security Direct (D)   Beneficially Owned (Instr. 4)     V   A   V   A   Date Exercisable   Expiration Date   Title   Amount or Shares   Security (Instr. 4)   Date (Instr. 4)     Common Stock Warrant (right to buy)   \$ 0.2   05/07/2014   X   X   X   Sp5   Sp5   01/31/2014   01/30/2019   Common Stock   Sp5   \$ 0   0   D   D     Series D- buy   Social V   Social V   V	1. Title of	2.	3. Transaction	3A. Deemed	4.		5. N	umber	6. Date Exerc	isable and	7. Title and		8. Price of	9. Number of	10.	11. Nature
(Instr. 3)   Price of Derivative Security   (Month/Day/Year)   (Instr. 8)   Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)   Securities (Instr. 3 and 4)   (Instr. 5)   Beneficially Owned Following Reported Transaction(s) (Instr. 4)   Derivative Security: Following Reported Transaction(s) (Instr. 4)	Derivative	Conversion	Date	Execution Date, if	Transact	tion	of		Expiration Da	ate	Amount of		Derivative	Derivative	Ownership	of Indirect
Derivative Security   Derivative Security   Derivative Security   Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)   Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)   Image: Instr. 3 and 4)   Owned Security: Following Transcriticity   Security: Direct (D) (Instr. 4)     Common Stock   V   V   A   Date Code   Expiration Date   Title   Amount or Shares   Owned Following Common Stock   Security: Direct (D) (Instr. 4)   Instr. 4)     Common Stock   \$ 0.2   05/07/2014   X   Image: Spiration Sock   Spiration Sites   Title   Amount or Stock   Spiration Stock									(Month/Day/	Year)						Beneficial
Security   Security   Image: A for Disposed of (D) (Instr. 3, 4, and 5)   Image: A for Disposed of (D) (Instr. 3, 4, and 5)   Image: A for Disposed of (D) (Instr. 4)   Image: A for Disposed	· · · ·			(Month/Day/Year)	(Instr. 8)								· /			-
$ \begin{array}{ c c c c c c c c c c c c c c c c c c c$											(Instr. 3 and	d 4)				(Instr. 4)
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$ \begin{array}{ c c c c c c c } \hline \begin{tabular}{ c c c c c c c } \hline \end{tabular} & \begin{tabular}{ c c c c c c c c c c c c c c c c c c c$								tr. 3. 4.								
Common Stock Warrant (right to buy)05/07/2014CodeVADate (D)Expiration Date (D)Titleor Number of SharesOr Number SharesOr Number of SharesOr Number SharesOr Number SharesOr Number Shares <td></td> <td>(incu: i)</td> <td>(1150.1)</td> <td></td>														(incu: i)	(1150.1)	
Common Stock Warrant (right to buy)05/07/2014CodeVADate (D)Expiration Date (D)Titleor Number of SharesOr Number SharesOr Number of SharesOr Number SharesOr Number SharesOr Number Shares <td></td> <td>Amount</td> <td></td> <td></td> <td></td> <td></td>												Amount				
Common Stock Warrant (right to buy) \$ 0.2 05/07/2014 X X Image: Stock warrant (right to buy) Solution									D.	<b>n</b>						
Common Stock Warrant (right to buy)05/07/2014CodeV(A)(D)Common Stockof SharesSol0OSeries D <t< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td>Title</td><td>Number</td><td></td><td></td><td></td><td></td></t<>											Title	Number				
Common Stock Warrant (right to buy)\$ 0.205/07/2014XX595\$ 01/31/201401/30/2019Common Stock595\$ 00DSeries D-									Excicisable	Date		-				
Stock Warrant (right to buy)   \$ 0.2   05/07/2014   X   Stop   Stop   01/31/2014   01/30/2019   Common Stock   595   \$ 0   0   D     Series D-   - <td></td> <td></td> <td></td> <td></td> <td>Code</td> <td>V</td> <td>(A)</td> <td>(D)</td> <td></td> <td></td> <td></td> <td>Shares</td> <td></td> <td></td> <td></td> <td></td>					Code	V	(A)	(D)				Shares				
Warrant (right to buy)     \$ 0.2     05/07/2014     X     595     01/31/2014     01/30/2019     Common Stock     595     \$ 0     0     D       Series D-	Common															
Warrant     \$ 0.2     05/07/2014     X     595     01/31/2014     01/30/2019     Stock     595     \$ 0     0     D       (right to buy)     Series D-     Image: Comparison of the series	Stock										C					
(right to buy) Series D-	Warrant	\$ 0.2	05/07/2014		Х			595	01/31/2014	01/30/2019		595	\$ 0	0	D	
buy) Series D-		• • • •									Stock		•			
Series D-																
	-															
(1) $(1)$ $(2)$ $(1)$ $(1)$ $(1)$ $(1)$ $(2)$ $(1)$ $(2)$	Series D-															
	2	<u>(1)</u>	05/07/2014		С			12,142	<u>(1)</u>	<u>(1)</u>	Common	595	\$ 0	0	D	
Preferred Stock	Preferred										Stock					
Stock	Stock															

### **Reporting Owners**

Demosting Opportunity (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	05/08/2014
**Signature of Reporting Person	Date

# **Explanation of Responses:**

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

(1) 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.

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).