

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

(Print or Type Responses)

1. Name and Address of Reporting Person Nothias Jean-Yves		2. Issuer Name and Ticker or Trading Symbol SCYNEXIS INC [SCYX]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle) C/O SCYNEXIS, INC., 3501 C TRICENTER BOULEVARD		3. Date of Earliest Transaction (Month/Day/Year) 05/07/2014			
(Street) DURHAM, NC 27713		4. If Amendment, Date Original Filed (Month/Day/Year)		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	
(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/07/2014		X		5,251 (1)	A	\$ 0.2	5,251	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		X		5,251 (1)	A	\$ 0.2	10,502	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		X		25,998 (1)	A	\$ 0.2	36,500	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		C		46,863 (1)	A	(2)	83,363	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		C		88,796 (1)	A	(3)	172,159	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		C		42,336 (1)	A	(4)	214,495	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		C		30,582 (1)	A	(5)	245,077	I	By FCPR Biotechnology Fund
Common Stock	05/07/2014		P		50,000	A	\$ 10	295,077	I	By FCPR Biotechnology Fund

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

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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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		5,251		12/07/2011	12/06/2016	Common Stock	5,251 (1)	\$ 0	0	I	By FCPR Biotechnology Fund
Common Stock Warrant (right to buy)	\$ 0.2	05/07/2014		X		5,251		05/15/2012	05/14/2017	Common Stock	5,251 (1)	\$ 0	0	I	By FCPR Biotechnology Fund
Common Stock										Common	25,998				By FCPR

Warrant (right to buy)	\$ 0.2	05/07/2014		X		25,998	12/11/2013	12/10/2018	Stock	(1)	\$ 0	0	I	Biotechnology Fund
Series B Preferred Stock	(2)	05/07/2014		C		166,482	(2)	(2)	Common Stock	46,863 (1)	\$ 0	0	I	By FCPR Biotechnology Fund
Series C Preferred Stock	(3)	05/07/2014		C		313,996	(3)	(3)	Common Stock	88,796 (1)	\$ 0	0	I	By FCPR Biotechnology Fund
Series D-1 Preferred Stock	(4)	05/07/2014		C		863,672	(4)	(4)	Common Stock	42,336 (1)	\$ 0	0	I	By FCPR Biotechnology Fund
Series D-2 Preferred Stock	(5)	05/07/2014		C		623,880	(5)	(5)	Common Stock	30,582 (1)	\$ 0	0	I	By FCPR Biotechnology Fund

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nothias Jean-Yves C/O SCYNEXIS, INC., 3501 C TRICENTER BOULEVARD DURHAM, NC 27713	X			

Signatures

/s/ Eileen Pruette, by power of attorney	05/08/2014
<small>Signature of Reporting Person</small>	<small>Date</small>

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 reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- (2) 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.
- (3) 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.
- (4) 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.
- (5) 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.

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