

Aldeyra Therapeutics, Inc.
Form 4
May 05, 2014

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, 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 *
Domain Partners VI, L.P.

2. Issuer Name and Ticker or Trading Symbol
Aldeyra Therapeutics, Inc. [ALDX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O DOMAIN ASSOCIATES, LLC, ONE PALMER SQUARE

3. Date of Earliest Transaction (Month/Day/Year)
05/01/2014

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

(Street)

PRINCETON, NJ 08542

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 05/01/2014 | | C | V Amount (A) or (D) Price \$ 0 (4) | 1,909,113 | D (1) (2) (3) | |
| Common Stock | 05/01/2014 | | M | 60,576 A \$ 5.16 | 1,969,689 | D (1) (2) (3) | |
| Common Stock | 05/01/2014 | | F | 39,063 D \$ 8 | 1,930,626 | D (1) (2) (3) | |
| Common Stock | 05/01/2014 | | M | 60,576 A \$ 5.16 | 1,991,202 | D (1) (2) (3) | |
| Common Stock | 05/01/2014 | | F | 39,063 D \$ 8 | 1,952,139 | D (1) (2) (3) | |

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

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(9-02)

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) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Series A Preferred Stock | (4) | 05/01/2014 | | C | 486,316 | (4) (4) | | Common Stock | 1,153,800 |
| Series B Preferred Stock | (4) | 05/01/2014 | | C | 755,263 | (4) (4) | | Common Stock | 755,263 |
| Series B Preferred Stock Warrant (Right to Buy) | \$ 5.16 | 05/01/2014 | | M | 60,576 | (4)(5) 12/20/2017 | | Common Stock (4) (5) | 60,576 |
| Series B Preferred Stock Warrant (Right to Buy) | \$ 5.16 | 05/01/2014 | | M | 60,576 | (4)(5) 08/14/2018 | | Common Stock (4) (5) | 60,576 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Domain Partners VI, L.P. C/O DOMAIN ASSOCIATES, LLC ONE PALMER SQUARE PRINCETON, NJ 08542 | | X | | |
| BLAIR JAMES C | | X | | |

C/O DOMAIN ASSOCIATES, LLC
 ONE PALMER SQUARE
 PRINCETON, NJ 08542

DOVEY BRIAN H
 C/O DOMAIN ASSOCIATES, LLC X
 ONE PALMER SQUARE
 PRINCETON, NJ 08542

TREU JESSE I
 C/O DOMAIN ASSOCIATES, LLC X X
 ONE PALMER SQUARE
 PRINCETON, NJ 08542

SCHOEMAKER KATHLEEN K
 C/O DOMAIN ASSOCIATES, LLC X
 ONE PALMER SQUARE
 PRINCETON, NJ 08542

VITULLO NICOLE
 C/O DOMAIN ASSOCIATES, LLC X
 ONE PALMER SQUARE
 PRINCETON, NJ 08542

Signatures

/s/ Kathleen K. Schoemaker, as Managing Member of One Palmer Square Associates VI, LLC, the general partner of Domain Partners VI, L.P., individually and as Attorney-in-Fact for J. Blair, B. Dovey, J. Treu and N. Vitullo

05/02/2014

__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 securities reported as directly beneficially owned by the designated Reporting Person may be deemed to be indirectly beneficially owned by each of the Reporting Owners listed below, each of whom is a managing member of One Palmer Square Associates VI, LLC, the sole general partner of the designated Reporting Person. Pursuant to Instruction 4(b)(iv) of Form 4, each such individual has elected to report as indirectly beneficially owned the entire number of securities owned by the designated Reporting Person, however each of them disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his or her pecuniary interest therein and/or that are not actually distributed to him or her.

(2) As managing members of Domain Associates, LLC, each Reporting Owner listed below may also be deemed to indirectly beneficially own 10,358 shares of Common Stock held by Domain Associates, LLC.

(3) As managing members of the sole general partner of DP VI Associates, L.P., each Reporting Owner listed below may also be deemed to indirectly beneficially own the securities of the Issuer held by DP VI Associates, L.P., as reported on a Form 4 for DP VI Associates, L.P. filed on the same date as this Form 4.

(4) All outstanding shares of the Issuer's preferred stock automatically converted into Common Stock immediately following declaration of effectiveness of the Issuer's Registration Statement for no additional consideration. Each share of Series A Preferred Stock converted into shares of Common Stock on a 2.3726-for-1 basis and each share of Series B Preferred Stock automatically converted into shares of Common Stock on a 1-for-1 basis.

(5) All outstanding warrants were net exercised for shares of the Issuer's Series B Preferred Stock and subsequently automatically converted into Common Stock following declaration of effectiveness of the Issuer's Registration Statement for no additional consideration. Each share of Series B Preferred Stock automatically converted into shares of Common Stock on a 1-for-1 basis.

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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