

Aldeyra Therapeutics, Inc.
 Form 3
 May 01, 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Brady Todd C</p> <p>(Last) (First) (Middle)</p> <p>C/O ALDEYRA THERAPEUTICS, INC., Â 15 NEW ENGLAND EXECUTIVE PARK</p> <p>(Street)</p> <p>BURLINGTON, Â MA Â 01803</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/01/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Aldeyra Therapeutics, Inc. [ALDX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) President and CEO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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)
Common Stock	2,589	D	Â

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

SEC 1473 (7-02)

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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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	09/07/2023	Common Stock	192,084	\$ 0.552	D	Â
Employee Stock Option (Right to Buy)	Â (2)	09/07/2023	Common Stock	32,953	\$ 0.552	D	Â
Employee Stock Option (Right to Buy)	Â (3)	09/07/2023	Common Stock	48,021	\$ 0.552	D	Â
Employee Stock Option (Right to Buy)	Â (4)	10/29/2023	Common Stock	96,042	\$ 4.56	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brady Todd C C/O ALDEYRA THERAPEUTICS, INC. 15 NEW ENGLAND EXECUTIVE PARK BURLINGTON, MA 01803	Â X	Â	Â President and CEO	Â

Signatures

/s/ Todd C. Brady
05/01/2014

**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) Exercisable over four years of service from April 15, 2013, with 25% vesting upon completion of 12 months of service and in 36 equal monthly installments thereafter.
- (2) This option became exercisable with respect to 1/6th of the shares each month over six months of continuous service following April 1, 2013.
Exercisable with respect to 16,007 shares upon each of the effective date of the initial public offering, the date on which the Issuer's closing market capitalization equals at least \$55.0 million for 10 consecutive trading days and the date on which the Issuer's closing market capitalization equals at least \$70.0 million for 10 consecutive trading days, provided that Dr. Brady remains in continuous service with the Issuer through each such date.
- (3) Exercisable with respect to 1/16th of the shares in quarterly installments over four years of continuous service following October 30, 2013.
- (4) Exercisable with respect to 1/16th of the shares in quarterly installments over four years of continuous service following October 30, 2013.

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.