

Pfof Dale R
Form 4
April 02, 2007

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Pfof Dale R

(Last) (First) (Middle)

EXEGENICS INC., 4400
BISCAYNE BOULEVARD, SUITE
900

(Street)

MIAMI, FL 33137

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
eXegenics Inc [EXEG]

3. Date of Earliest Transaction
(Month/Day/Year)
03/29/2007

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 Ownership Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$.01 per share	03/29/2007		J ⁽¹⁾		1,687,261	A	\$ 0
					1,687,261	D ⁽²⁾	

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Series C Convertible Preferred Stock	\$ 0	03/29/2007		J ⁽¹⁾		5,189		⁽³⁾	⁽³⁾	Common Stock	
Warrant (Right to Buy)	\$ 0.002	03/29/2007		J ⁽¹⁾		64,868		⁽⁴⁾	03/27/2017	Common Stock	
Warrant (Right to Buy)	\$ 0.6728	03/29/2007		J ⁽¹⁾		68,852		⁽⁴⁾	03/27/2017	Common Stock	
Warrant (Right to Buy)	\$ 0.8473	03/29/2007		J ⁽¹⁾		68,852		⁽⁴⁾	03/27/2017	Common Stock	
Warrant (Right to Buy)	\$ 1.0466	03/29/2007		J ⁽¹⁾		68,852		⁽⁴⁾	03/27/2017	Common Stock	
Stock Option (Right to Buy)	\$ 31.8	03/29/2007		J ⁽¹⁾		7,317		⁽⁵⁾	09/24/2014	Series C Convertible Preferred Stock	
Stock Option (Right to Buy)	\$ 0.04	03/29/2007		J ⁽¹⁾		430,722		⁽⁶⁾	12/11/2013	Common Stock	
Stock Option (Right to Buy)	\$ 0.04	03/29/2007		J ⁽¹⁾		225,740		⁽⁵⁾	09/24/2014	Common Stock	
Stock Option (Right to Buy)	\$ 0.04	03/29/2007		J ⁽¹⁾		1,297,357		⁽⁷⁾	02/15/2015	Common Stock	1
Stock Option (Right to Buy)	\$ 0.05	03/29/2007		J ⁽¹⁾		311,365		⁽⁸⁾	11/01/2015	Common Stock	

Buy)

Stock

Option
(Right to
Buy)

\$ 0.05

03/29/2007

J⁽¹⁾

311,365

(9)

01/01/2016

Common
Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Pfof Dale R
EXEGENICS INC.
4400 BISCAYNE BOULEVARD, SUITE 900
MIAMI, FL 33137

President

Signatures

/s/ Dale R. Pfof

03/30/2007

 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) All securities described were acquired in a merger transaction between Acuity Pharmaceuticals Inc. and eXegenics Inc.

(2) 1,081,116 of these shares are owned jointly by Mr. Pfof and his wife.

(3) These shares are currently exercisable and do not expire.

(4) These warrants are currently exercisable.

(5) These options are fully vested.

(6) 349,657 of these options are fully vested. The balance will vest monthly until fully vested in December 2007.

(7) 675,705 of these options are fully vested. The balance will vest monthly until fully vested in February 2009..

(8) 103,785 of these options are fully vested. The balance will vest monthly until fully vested in November 2009.

(9) 90,814 of these options are fully vested. The balance will vest monthly until fully vested in January 2010.

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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