

Pfof Dale R  
Form 4  
April 02, 2007

**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 \*  
Pfof Dale R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
EXEGENICS INC., 4400  
BISCAYNE BOULEVARD, SUITE  
900  
  
(Street)

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

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
President

MIAMI, FL 33137

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ 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, par value \$.01 per share	03/29/2007		J <sup>(1)</sup>		1,687,261	A	\$ 0
					1,687,261	D <sup>(2)</sup>	

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

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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	A	N	S
Series C Convertible Preferred Stock	\$ 0	03/29/2007		J <sup>(1)</sup>		5,189		<u>(3)</u>	<u>(3)</u>	Common Stock			
Warrant (Right to Buy)	\$ 0.002	03/29/2007		J <sup>(1)</sup>		64,868		<u>(4)</u>	03/27/2017	Common Stock			
Warrant (Right to Buy)	\$ 0.6728	03/29/2007		J <sup>(1)</sup>		68,852		<u>(4)</u>	03/27/2017	Common Stock			
Warrant (Right to Buy)	\$ 0.8473	03/29/2007		J <sup>(1)</sup>		68,852		<u>(4)</u>	03/27/2017	Common Stock			
Warrant (Right to Buy)	\$ 1.0466	03/29/2007		J <sup>(1)</sup>		68,852		<u>(4)</u>	03/27/2017	Common Stock			
Stock Option (Right to Buy)	\$ 31.8	03/29/2007		J <sup>(1)</sup>		7,317		<u>(5)</u>	09/24/2014	Series C Convertible Preferred Stock			
Stock Option (Right to Buy)	\$ 0.04	03/29/2007		J <sup>(1)</sup>		430,722		<u>(6)</u>	12/11/2013	Common Stock			
Stock Option (Right to Buy)	\$ 0.04	03/29/2007		J <sup>(1)</sup>		225,740		<u>(5)</u>	09/24/2014	Common Stock			
Stock Option (Right to Buy)	\$ 0.04	03/29/2007		J <sup>(1)</sup>		1,297,357		<u>(7)</u>	02/15/2015	Common Stock			1
Stock Option (Right to Buy)	\$ 0.05	03/29/2007		J <sup>(1)</sup>		311,365		<u>(8)</u>	11/01/2015	Common Stock			

Buy)								
Stock								
Option	\$ 0.05	03/29/2007	J <sup>(1)</sup>	311,365	<u>(9)</u>	01/01/2016	Common	
(Right to							Stock	
Buy)								

## 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.

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