

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 Schinazi Raymond F			2. Issuer Name and Ticker or Trading Symbol Cocrystal Pharma, Inc. [COCP]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last) (First) (Middle) 19805 NORTH CREEK PARKWAY			3. Date of Earliest Transaction (Month/Day/Year) 11/25/2014					
(Street) BOTHELL, WA 98011			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)			

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				
Series A Convertible Preferred Stock	(1) (2)	11/25/2014		A		798,747		(2)	(1)	Common Stock	(2)	(1) (2)	798,747 (2)	D	
Stock Options (Right to Buy)	\$ 0.05	11/25/2014		A		1,706,978		(3)	01/02/2018	Common Stock	1,706,978 (4)	(1)	1,706,978 (4)	D	
Stock Options (Right to Buy)	\$ 0.15	11/25/2014		A		1,706,978		(3)	11/04/2021	Common Stock	1,706,978 (4)	(1)	1,706,978 (4)	D	
Stock Options (Right to Buy)	\$ 0.15	11/25/2014		A		1,706,978		(5)	07/01/2023	Common Stock	1,706,978 (4)	(1)	1,706,978 (4)	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schinazi Raymond F 19805 NORTH CREEK PARKWAY BOTHELL, WA 98011	X	X		

Signatures

/s/ Raymond F. Schinazi 12/05/2014
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).
- On November 25, 2014, the issuer merged with RFS Pharma, LLC., a privately-held corporation ("RFS"). Holders of RFS's securities received shares of the issuer's Series A Preferred Stock ("Series A") as merger consideration and the issuer assumed options of certain RFS members to purchase RFS securities. The reporting person, a former principal security holder of RFS, acquired these securities in connection with the merger. The closing price of the issuer's common stock on the OTCBB on November 25, 2014 was \$0.53. The shares of Series A do not have an expiration date.
- (1) Each share of Series A automatically converts into 340.760802 shares of common stock (the "Conversion Ratio") upon the issuer increasing its authorized capital in order to permit the full

- (2) conversion of all of the issuer's outstanding preferred stock. The Conversion Ratio is subject to adjustment in the event that the issuer issues any stock options to senior executives of the issuer from the Transaction Date through the date the issuer increases its authorized capital. In addition, the Conversion Ratio is subject to successive increases in the event the issuer does not increase its authorized capital by certain dates.
- (3) The options are fully vested.
- (4) Pursuant to a stockholder rights agreement between the issuer and the reporting person, the number of options granted is subject to adjustment in the event that the issuer issues any stock options to senior executives of the issuer from the Transaction Date through the date the issuer increases its authorized capital.
- (5) The options vest in equal annual increments over four years, beginning July 1, 2014, of which 426,745 options are currently vested.

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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