# SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

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Under the Securities Exchange Act of 1934 (Amendment No. 2) \*

# Syndax Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share (Title of Class of Securities)

87164F105 (CUSIP Number)

**December 31, 2020** (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☐ Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended ("Exchange Act") or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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1.	NAME OF R	EPOI	RTING PERSON				
	AI Life Sciences Investments LLC						
2.	2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)						
	(a)						
3.	SEC USE Of	NLY:					
4.	CITIZENSH	IP OF	R PLACE OF ORGANIZATION:				
	State of Dela	ware					
	otate of Beta	5.	SOLE VOTING POWER:				
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	BY		1,888,200				
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	PERSON		0				
	WITH	8.	SHARED DISPOSITIVE POWER:				
			2,138,200				
9.	AGGREGAT	E AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
	2,138,200						
10.		HE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):				
11.	PERCENT C	F CL	ASS REPRESENTED BY AMOUNT IN ROW (9):				
	4.6%(1)						
12.		EPOR	TING PERSON (SEE INSTRUCTIONS):				
	OO (Limited	Liabi	ility Company)				

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1.	NAME OF R	REPOI	RTING PERSON			
	Access Industries Holdings LLC					
2.	2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  (a) □ (b) □					
3.	SEC USE Of	NLY:				
4.	4. CITIZENSHIP OR PLACE OF ORGANIZATION:					
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12.	TYPE OF RE	EPOR	TING PERSON (SEE INSTRUCTIONS):			
	OO (Limited Liability Company)					

				J			
1.	NAME OF R	EPOI	RTING PERSON				
	Access Industries Management, LLC						
2.							
	(a)						
3.	SEC USE Of	NLY:					
4.	CITIZENSH	IP OR	R PLACE OF ORGANIZATION:				
	State of Dela						
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12.	TYPE OF RE	EPOR	TING PERSON (SEE INSTRUCTIONS):				
	OO (Limited Liability Company)						

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1.			RTING PERSON			
	Len Blavatnik					
2.	. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) □ (b) □					
3.	SEC USE OF	NLY:				
4.			R PLACE OF ORGANIZATION:			
	United States					
		5.	SOLE VOTING POWER:			
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	SHARES NEFICIALLY	6.	SHARED VOTING POWER:			
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	OWNED BY EACH REPORTING		SOLE DISPOSITIVE POWER:			
	PERSON		0			
	WITH	8.	SHARED DISPOSITIVE POWER:			
			2,138,200			
9.	AGGREGAT	E AM	MOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:			
	2,138,200					
10.	CHECK IF T	HE A	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):			
11.	PERCENT C	F CL	ASS REPRESENTED BY AMOUNT IN ROW (9):			
	4.6%(1)					
12.	TYPE OF RI	EPOR	TING PERSON (SEE INSTRUCTIONS):			
	IN					

#### Item 1

## (a) Name of Issuer:

Syndax Pharmaceuticals, Inc. (the "Issuer").

## (b) Address of Issuer's Principal Executive Offices:

35 Gatehouse Drive Building D, Floor 3 Waltham, MA 02451

# Item 2

# (a) Name of Person Filing:

Each of the following is referred to herein as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of:

AI Life Sciences Investments LLC Access Industries Holdings LLC Access Industries Management, LLC Len Blavatnik

# (b) Address of Principal Business Office or, if none, Residence:

The address of each of the Reporting Persons is: c/o Access Industries, Inc. 40 West 57<sup>th</sup> Street, 28<sup>th</sup> Floor New York, NY 10019

## (c) Citizenship:

Mr. Blavatnik is a citizen of the United States of America. Each of the other Reporting Persons is organized under the laws of the State of Delaware.

# (d) Title of Class of Securities:

Common stock, par value \$0.0001 per share ("Common Stock")

## (e) CUSIP Number:

87164F105

# Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable.

# Item 4. Ownership.

(a-c)

The ownership information presented below represents beneficial ownership of Common Stock of the Issuer as of December 31, 2020, based on 46,369,185 shares expected to be outstanding after the completion of the Issuer's secondary offering of Common Stock, as reported in the Issuer's

Prospectus, dated December 8, 2020, filed with the Securities and Exchange Commission on December 9, 2020 (without giving effect to the underwriters' option to purchase additional shares of Common Stock).

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
AI Life Sciences Investments LLC	2,138,200	4.6%	0	1,888,200	0	2,138,200
Access Industries Holdings LLC	2,138,200	4.6%	0	1,888,200	0	2,138,200
Access Industries Management, LLC	2,138,200	4.6%	0	1,888,200	0	2,138,200
Len Blavatnik	2,138,200	4.6%	0	1,888,200	0	2,138,200

As of December 31, 2020, AI Life Sciences Investments LLC ("<u>AI Life</u>") was the record holder of 1,888,200 shares of Common Stock of the Issuer and may have been deemed to beneficially own a number of additional shares of Common Stock issuable upon exercise of pre-funded warrants (the "<u>Warrants</u>") to purchase up to 250,000 shares of Common Stock. On January 28, 2021, AI Life exercised the Warrants in full, and as of such date was the record holder of 2,138,200 shares of Common Stock of the Issuer.

Each of Access Industries Holdings LLC, Access Industries Management, LLC and Len Blavatnik may be deemed to beneficially own the shares of Common Stock beneficially owned by AI Life, a subsidiary in a multi-tier corporate structure of which Access Industries Holdings LLC is the parent holding company and is ultimately managed by Access Industries Management, LLC and controlled by Mr. Blavatnik.

## Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following  $\boxtimes$ 

## Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

# Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the parent Holding Company or Control Person.

Not applicable.

#### Item 8. Identification and Classification of Members of the Group.

Not applicable.

# Item 9. Notice of Dissolution of Group.

Not applicable.

## Item 10. Certifications.

Not applicable.

# Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 3, 2021

AI LIFE SCIENCES INVESTMENTS LLC

By: AI LSI Management, LLC, Its Managing Member
By: Access Industries Management, LLC
Its Manager

/s/ Alejandro Moreno

Signature

Alejandro Moreno / Executive Vice President

Name/Title

ACCESS INDUSTRIES HOLDINGS LLC

By: Access Industries Management, LLC, Its Manager

/s/ Alejandro Moreno

Signature

Alejandro Moreno / Executive Vice President

Name/Title

ACCESS INDUSTRIES MANAGEMENT, LLC

By:

/s/ Alejandro Moreno

Signature

Alejandro Moreno / Executive Vice President

Name/Title

\*

Signature

Len Blavatnik

Name

By: /s/ Alejandro Moreno

Name: Alejandro Moreno Attorney-in-Fact

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<sup>\*</sup> The undersigned, by signing his name hereto, executes this Schedule 13G on behalf of Mr. Blavatnik pursuant to the Limited Power of Attorney filed with the Securities and Exchange Commission on July 24, 2020.

#### JOINT FILING AGREEMENT

The undersigned agree that the attached Schedule 13G dated February 3, 2021 relating to the Common Stock, par value \$0.0001 per share, of Syndax Therapeutics, Inc. shall be filed on behalf of the undersigned.

Dated: February 3, 2021

AI LIFE SCIENCES INVESTMENTS LLC

By: AI LSI Management, LLC, Its Managing Member

By: Access Industries Management, LLC Its Manager

/s/ Alejandro Moreno

Signature

Alejandro Moreno / Executive Vice President

Name/Title

ACCESS INDUSTRIES HOLDINGS LLC

By: Access Industries Management, LLC, Its Manager

/s/ Alejandro Moreno

Signature

Alejandro Moreno / Executive Vice President

Name/Title

ACCESS INDUSTRIES MANAGEMENT, LLC

By:

/s/ Alejandro Moreno

Signature

Alejandro Moreno / Executive Vice President

Name/Title

\*

Signature

Len Blavatnik

Name

By: /s/ Alejandro Moreno

Name: Alejandro Moreno Attorney-in-Fact

<sup>\*</sup> The undersigned, by signing his name hereto, executes this Joint Filing Agreement on behalf of Mr. Blavatnik pursuant to the Limited Power of Attorney filed with the Securities and Exchange Commission on July 24, 2020.