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

**FORM S-1
REGISTRATION STATEMENT**
*UNDER
THE SECURITIES ACT OF 1933*

Cidara Therapeutics, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

2836
(Primary Standard Industrial
Classification Code Number)

46-1537286
(I.R.S. Employer
Identification Number)

**6310 Nancy Ridge Drive, Suite 101
San Diego, California 92121
(858) 752-6170**

(Address, Including Zip Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive Offices)

**Jeffrey Stein, Ph.D.
President and Chief Executive Officer
Cidara Therapeutics, Inc.
6310 Nancy Ridge Drive, Suite 101
San Diego, California 92121
(858) 752-6170**

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent for Service)

Copies to:

**Charles J. Bair, Esq.
Karen E. Deschaine, Esq.
Cooley LLP
4401 Eastgate Mall
San Diego, California 92121
(858) 550-6000**

**Eric W. Blanchard, Esq.
Covington & Burling LLP
The New York Times Building
620 Eighth Avenue
New York, NY 10018
(212) 841-1000**

Approximate date of commencement of proposed sale to the public: As soon as practicable after the effective date of this registration statement.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, as amended (the "Securities Act"), check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. (File No. 333-202740)

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer
Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

CALCULATION OF REGISTRATION FEE

Title of Each Class of Securities to be Registered	Proposed Maximum Aggregate Offering Price (1)(2)	Amount of Registration Fee
Common Stock, \$0.0001 par value per share	\$14,720,000	\$1,711

- Estimated solely for the purpose of calculating the amount of the registration fee in accordance with Rule 457(o) under the Securities Act. Includes the offering price of additional shares that the underwriters have the option to purchase.
- The shares being registered pursuant to this Registration Statement are in addition to the \$73,600,000 of shares registered pursuant to the Registrant's Registration Statement on Form S-1 (Registration No. 333-202740).

This Registration Statement shall become effective upon filing in accordance with Rule 462(b) under the Securities Act of 1933.

**EXPLANATORY NOTE AND
INCORPORATION OF CERTAIN INFORMATION BY REFERENCE**

This Registration Statement is being filed with the Securities and Exchange Commission (the "Commission") with respect to the registration of additional shares of common stock, par value \$0.0001 per share, of Cidara Therapeutics, Inc., a Delaware corporation, pursuant to Rule 462(b) under the Securities Act of 1933, as amended. This Registration Statement incorporates by reference the contents of, including all amendments and exhibits thereto and all information incorporated by reference therein, the Registration Statement on Form S-1 (Registration No. 333-202740), which was declared effective by the Commission on April 14, 2015, and is being filed solely for the purpose of increasing the aggregate offering price of shares to be offered in the public offering by \$14,720,000, including the offering price of shares that may be sold pursuant to the underwriter's option to purchase additional shares.

The required opinions and consents are listed on the Exhibit Index attached hereto.

SIGNATURES

Pursuant to the requirements of the Securities Act, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of San Diego, State of California, on the 14th day of April, 2015.

Cidara Therapeutics, Inc.

/s/ Jeffrey Stein, Ph.D

Jeffrey Stein, Ph.D

President and Chief Executive Officer

Pursuant to the requirements of the Securities Act, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

<u>SIGNATURE</u>	<u>TITLE</u>	<u>DATE</u>
/s/ Jeffrey Stein, Ph.D Jeffrey Stein, Ph.D	President, Chief Executive Officer and Member of the Board of Directors <i>(Principal Executive Officer)</i>	April 14, 2015
/s/ Kevin Forrest, Ph.D Kevin Forrest, Ph.D	Chief Financial Officer and Chief Operating Officer <i>(Principal Financial Officer)</i>	April 14, 2015
/s/ Marc Wilson Marc Wilson	Vice President of Finance and Accounting <i>(Principal Accounting Officer)</i>	April 14, 2015
/s/ Scott M. Rocklage, Ph.D* Scott M. Rocklage, Ph.D	Chairman of the Board of Directors	April 14, 2015
/s/ Daniel D. Burgess* Daniel D. Burgess	Member of the Board of Directors	April 14, 2015
/s/ Steven A. Elms* Steven A. Elms	Member of the Board of Directors	April 14, 2015
/s/ Timothy R. Franson, M.D.* Timothy R. Franson, M.D.	Member of the Board of Directors	April 14, 2015
/s/ Patrick Heron* Patrick Heron	Member of the Board of Directors	April 14, 2015
/s/ Kevin Judice, Ph.D* Kevin Judice, Ph.D	Member of the Board of Directors	April 14, 2015
/s/ Nina Kjellson* Nina Kjellson	Member of the Board of Directors	April 14, 2015
/s/ Robert J. Perez* Robert J. Perez	Member of the Board of Directors	April 14, 2015
/s/ Theodore R. Schroeder* Theodore R. Schroeder	Member of the Board of Directors	April 14, 2015

* Pursuant to power of attorney

by: /s/ Jeffrey Stein, Ph.D.
Jeffrey Stein, Ph.D.

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description of Document</u>
5.1	Opinion of Cooley LLP.
23.1	Consent of Independent Registered Public Accounting Firm.
23.2	Consent of Cooley LLP. Reference is made to Exhibit 5.1.
24.1 ⁽¹⁾	Power of Attorney.

(1) Included on the signature page of Registration Statement on Form S-1 (File No. 333-202740) filed with the Securities and Exchange Commission, and incorporated herein by reference.



Charles J. Bair
+1 858 550 6142
cbair@cooley.com

April 14, 2015

Cidara Therapeutics, Inc.
6310 Nancy Ridge Drive, Suite 101
San Diego, California 92121

Ladies and Gentlemen:

We have represented Cidara Therapeutics, Inc., a Delaware corporation (the "**Company**"), in connection with the filing by the Company of a Registration Statement on Form S-1 (the "**Registration Statement**") with the Securities and Exchange Commission pursuant to Rule 462(b) of Regulation C promulgated under the Securities Act of 1933, as amended, relating to an aggregate of 920,000 shares of common stock, par value \$0.0001 (the "**Shares**"), which includes up to 800,000 Shares to be sold by the Company (the "**Company Shares**") and up to 120,000 Shares of common stock of the Company that may be sold by the Company pursuant to the exercise of an over-allotment option granted to the underwriters (the "**Overallotment Shares**"). The Registration Statement incorporates by reference the Registration Statement on Form S-1 (No. 333-202740), which was declared effective on April 14, 2015, including the prospectus which forms a part of such Registration Statement (the "**Prospectus**").

In connection with this opinion, we have examined and relied upon (a) the Registration Statement and related Prospectus, (b) the Company's Second Amended and Restated Certificate of Incorporation, as amended, and Bylaws, as currently in effect, (c) the Company's Amended and Restated Certificate of Incorporation, filed as Exhibit 3.2 to the Registration Statement, and the Company's Amended and Restated Bylaws, filed as Exhibit 3.4 to the Registration Statement, each of which will be in effect upon the closing of the offering contemplated by the Registration Statement, and (d) the originals or copies certified to our satisfaction of such records, documents, certificates, memoranda and other instruments as in our judgment are necessary or appropriate to enable us to render the opinion expressed below. We have assumed the genuineness and authenticity of all documents submitted to us as originals and the conformity to originals of all documents submitted to us as copies. As to certain factual matters, we have relied upon a certificate of an officer of the Company and have not sought independently to verify such matters. Our opinion is expressed only with respect to the General Corporation Law of the State of Delaware. We express no opinion as to whether the laws of any particular jurisdiction are applicable to the subject matter hereof. We are not rendering any opinion as to compliance with any federal or state antifraud law, rule or regulation relating to securities, or to the sale or issuance thereof.

On the basis of the foregoing, and in reliance thereon, we are of the opinion that the Company Shares and the Overallotment Shares, when sold and issued against payment therefor as described in the Registration Statement and the related Prospectus, will be validly issued, fully paid and non-assessable.

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Cindara Therapeutics, Inc.
April 14, 2015
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We consent to the reference to our firm under the caption "Legal Matters" in the Prospectus included in the Registration Statement and to the filing of this opinion as an exhibit to the Registration Statement.

Sincerely,

Cooley LLP

/s/ Charles J. Bair
Charles J. Bair

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Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in this Registration Statement (Form S-1) of Cidara Therapeutics, Inc. of our report dated March 13, 2015 (except for paragraphs 3, 4, 5 and 6 in Note 12, as to which the date is April 3, 2015), with respect to the financial statements of Cidara Therapeutics, Inc. included in its Registration Statement (Form S-1 No. 333-202740), as amended.

/s/ Ernst & Young LLP

San Diego, California
April 14, 2015