

DUYK GEOFFREY M
Form 3
September 27, 2010

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â DUYK GEOFFREY M
(Last) (First) (Middle)

C/O TPG CAPITAL, L.P.,Â 301
COMMERCE STREET, SUITE
3300

(Street)

FORT WORTH,Â TXÂ 76102

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
09/27/2010

3. Issuer Name **and** Ticker or Trading Symbol
AMYRIS, INC. [AMRS]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

No securities are beneficially owned (1) (2) (3) 0
(4)

D Â

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

SEC 1473 (7-02)

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DUYK GEOFFREY M
C/O TPG CAPITAL, L.P.
301 COMMERCE STREET, SUITE 3300
FORT WORTH, TX 76102

Â X Â Â Â

Signatures

/s/ Geoffrey M. Duyk by Tamara Tompkins,
Attorney-in-Fact

09/27/2010

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Dr. Duyk is a partner of TPG Growth, LLC, which is an affiliate of TPG Biotechnology Partners II, L.P. ("Partners II"), which, as of the date hereof, directly holds the 2,299,907 shares of Series A Preferred Stock, 401,929 shares of Series B Preferred Stock and 419,687 shares of Series C Preferred Stock (collectively, the "TPG Preferred Stock") of the Issuer. The Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock have no expiration date. (Continued footnote 2).

(2) The Issuer expects to complete an initial public offering of common stock on or about [September 30], 2010 (the "IPO"). Upon the closing of the IPO, each outstanding share of Series A Preferred Stock and Series C Preferred Stock will be automatically converted into one share of common stock of the Issuer, par value \$0.0001 (the "Common Stock"), and each outstanding share of Series B Preferred Stock will be automatically converted into 1.118 shares of Common Stock (the Common Stock converted from the TPG Preferred Stock, the "TPG Common Stock").

(3) As part of the IPO, the Common Stock of the Issuer is expected to be listed on The Nasdaq Global Market under the symbol "AMRS".

(4) Dr. Duyk disclaims beneficial ownership of the shares of TPG Preferred Stock and TPG Common Stock that are or may be beneficially owned by Partners II or any of its affiliates. Pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), this filing shall not be deemed an admission that Dr. Duyk is, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owner of any equity securities of the Issuer directly held by the Partners II or any of its affiliates.

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Remarks:

ExhibitÂ List

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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