

AMYRIS, INC.

Form 3

September 27, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB  
Number: 3235-0104Expires: January 31,  
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burden hours per  
response... 0.5**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 Khosla Ventures II, L.P.

(Last) (First) (Middle)

3000 SAND HILL  
ROAD,Â BUILDING 3, SUITE  
190

(Street)

MENLO PARK,Â CAÂ 94025

(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 Issuer5. 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)

Common Stock

145,166

I

See Footnote <sup>(1)</sup>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  
(Instr. 4)4. Conversion  
or Exercise  
Price of  
Derivative5. Ownership  
Form of  
Derivative  
Security:6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

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|                                      | Date<br>Exercisable | Expiration<br>Date | Title        | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |                  |
|--------------------------------------|---------------------|--------------------|--------------|----------------------------------|----------|--|------------------|
| Series A Convertible Preferred Stock | Â (2)               | Â (2)              | Common Stock | 3,179,674 (2)                    | \$ (2)   | I  | See Footnote (3) |
| Series B Convertible Preferred Stock | Â (4)               | Â (4)              | Common Stock | 138,919 (4)                      | \$ (4)   | I  | See Footnote (3) |
| Series C Convertible Preferred Stock | Â (2)               | Â (2)              | Common Stock | 419,687 (2)                      | \$ (2)   | I  | See Footnote (1) |
| Series A Convertible Preferred Stock | Â (2)               | Â (2)              | Common Stock | 58,472 (2)                       | \$ (2)   | D (5)  | Â                |
| Series B Convertible Preferred Stock | Â (4)               | Â (4)              | Common Stock | 2,555 (4)                        | \$ (4)   | D (5)  | Â                |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Khosla Ventures II, L.P.<br>3000 SAND HILL ROAD<br>BUILDING 3, SUITE 190<br>MENLO PARK,Â CAÂ 94025            | Â             | Â X       | Â       | Â     |
| Khosla Ventures Associates II, LLC<br>3000 SAND HILL ROAD<br>BUILDING 3, SUITE 190<br>MENLO PARK,Â CAÂ 94025  | Â             | Â X       | Â       | Â     |
| Khosla Ventures III, L.P.<br>3000 SAND HILL ROAD<br>BUILDING 3, SUITE 190<br>MENLO PARK,Â CAÂ 94025           | Â             | Â X       | Â       | Â     |
| Khosla Ventures Associates III, LLC<br>3000 SAND HILL ROAD<br>BUILDING 3, SUITE 190<br>MENLO PARK,Â CAÂ 94025 | Â             | Â X       | Â       | Â     |
| VK Services, LLC<br>3000 SAND HILL ROAD<br>BUILDING 3, SUITE 190<br>MENLO PARK,Â CAÂ 94025                    | Â             | Â X       | Â       | Â     |

## Signatures

/s/ Khosla Ventures II, L.P., by Khosla Ventures Associates II, LLC, its General Partner

09/27/2010

\*\*Signature of Reporting Person

Date

/s/ Khosla Ventures Associates II, LLC

09/27/2010

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Signature of Reporting Person

Date

/s/ Khosla Ventures III, L.P., by Khosla Ventures Associates III, LLC, its General Partner

09/27/2010

Signature of Reporting Person

Date

/s/ Khosla Ventures Associates III, LLC

09/27/2010

Signature of Reporting Person

Date

/s/ VK Services, LLC, by Vinod Khosla, its Managing Director

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) The securities are owned by Khosla Ventures III, L.P. ("Khosla III"). Khosla Ventures Associates III, LLC ("KVA III") is the general partner of Khosla III and possesses sole voting and investment control over the shares owned by Khosla III and may be deemed to have indirect beneficial ownership of the shares held by Khosla III. KVA III however owns no securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.

(2) Upon the closing of the Issuer's initial public offering, each outstanding share of Series A Preferred Stock and Series C Preferred Stock will be automatically converted into one share of the Issuer's Common Stock. The Series A Preferred Stock and Series C Preferred Stock have no expiration date.

(3) The securities are owned by Khosla Ventures II, L.P. ("Khosla II"). VK Services, LLC serves as the manager of Khosla Ventures Associates II, LLC ("KVA II"), which serves as the general partner of Khosla II, and VK Services, LLC possesses sole voting and investment control over the shares owned by Khosla II and may be deemed to have indirect beneficial ownership of the shares held by Khosla II. KVA II however owns no securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.

(4) Upon completion of the Issuer's initial public offering, each outstanding share of Series B Preferred Stock will be automatically converted into 1.118 shares of the Issuer's Common Stock. The number of shares of underlying Common Stock reported in Column 3 does not reflect this automatic conversion. The Series B Preferred Stock has no expiration date.

(5) The securities are owned by VK Services, LLC. VK Services, LLC serves as the manager of KVA II.

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### Remarks:

Exhibit List ----- Exhibit 99 - Joint Filer Information Statement

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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