

AMYRIS, INC.
Form 4
September 30, 2010

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, 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 *
KPCB XII Associates, LLC

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2750 SAND HILL ROAD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/30/2010

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

MENLO PARK, CA 94025

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ 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)
Common Stock	09/30/2010		C	V Amount (A) or (D) Price 3,068,996 (1) A \$ 0 (1)	3,198,949	I	See Footnote (2)
Common Stock	09/30/2010		C	V Amount (A) or (D) Price 149,904 (3) A \$ 0 (3)	3,348,853	I	See Footnote (2)
Common Stock	09/30/2010		C	V Amount (A) or (D) Price 375,705 (1) A \$ 0 (1)	3,724,558	I	See Footnote (2)
Common Stock	09/30/2010		C	V Amount (A) or (D) Price 58,648 (1) A \$ 0 (1)	60,303	I	See Footnote (4)

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Common Stock	09/30/2010	C	2,865 <u>(3)</u>	A	\$ 0 <u>(3)</u>	63,168	I	See Footnote <u>(4)</u>
Common Stock	09/30/2010	C	4,784 <u>(1)</u>	A	\$ 0 <u>(1)</u>	67,952	I	See Footnote <u>(4)</u>

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

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.

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(9-02)

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Series A Preferred Stock	\$ 0 <u>(1)</u>	09/30/2010		C	3,068,996 <u>(1)</u>	<u>(1)</u> <u>(1)</u>	Common Stock 3,068,996 <u>(1)</u>
Series A Preferred Stock	\$ 0 <u>(1)</u>	09/30/2010		C	58,648 <u>(1)</u>	<u>(1)</u> <u>(1)</u>	Common Stock 58,648 <u>(1)</u>
Series B Preferred Stock	\$ 0 <u>(3)</u>	09/30/2010		C	134,082 <u>(3)</u>	<u>(3)</u> <u>(3)</u>	Common Stock 149,904 <u>(3)</u>
Series B Preferred Stock	\$ 0 <u>(3)</u>	09/30/2010		C	2,563 <u>(3)</u>	<u>(3)</u> <u>(3)</u>	Common Stock 2,865 <u>(3)</u>
Series C Preferred Stock	\$ 0 <u>(1)</u>	09/30/2010		C	375,705 <u>(1)</u>	<u>(1)</u> <u>(1)</u>	Common Stock 375,705 <u>(1)</u>
Series C Preferred Stock	\$ 0 <u>(1)</u>	09/30/2010		C	4,784 <u>(1)</u>	<u>(1)</u> <u>(1)</u>	Common Stock 4,784 <u>(1)</u>

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

KPCB XII Associates, LLC
2750 SAND HILL ROAD
MENLO PARK, CA 94025

X

Signatures

/s/ Theodore E. Schlein, Manager of the Reporting
Person

09/30/2010

__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).

(1) Upon completion of the Issuer's initial public offering, each outstanding share of Series A Preferred Stock and Series C Preferred Stock 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.

(2) Shares are held directly by Kleiner Perkins Caufield & Byers XII, LLC of which the Reporting Person is the Managing Member. The Reporting Person disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein. The shares are held for convenience in the name of KPCB Holdings, Inc., as nominee for the account of entities affiliated with Kleiner Perkins Caufield & Byers and others. KPCB Holdings, Inc. has no voting, dispositive or pecuniary interest in any such shares.

(3) Upon completion of the Issuer's initial public offering, each outstanding share of Series B Preferred Stock automatically converted into 1.118 shares of the Issuer's Common Stock. The Series B Preferred Stock has no expiration date.

(4) Shares are held directly by KPCB XII Founders Fund, LLC of which the Reporting Person is the Managing Member. The Reporting Person disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therein. The shares are held for convenience in the name of KPCB Holdings, Inc., as nominee for the account of entities affiliated with Kleiner Perkins Caufield & Byers and others. KPCB Holdings, Inc. has no voting, dispositive or pecuniary interest in any such shares.

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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