

Boynton Peter
Form 3
November 09, 2012

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Boynton Peter | | (Month/Day/Year) | AMYRIS, INC. [AMRS] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 10/31/2012 | | |
| C/O AMYRIS, INC.,Â 5885 | | | (Check all applicable) | |
| HOLLIS ST., SUITE 100 | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| (Street) | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| EMERYVILLE,Â CAÂ 94608 | | | Chief Commercial Officer | |
| (City) | (State) | (Zip) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> 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 | 40,000 ⁽¹⁾ | D | Â |
| Common Stock | 3,125 ⁽²⁾ | D | Â |

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

SEC 1473 (7-02)

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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 | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Stock Option (Right to Buy) | Â (3)(4) | 01/06/2020 | Common Stock | 157,000 | \$ 9.32 | D | Â |
| Stock Option (Right to Buy) | Â (5) | 09/27/2020 | Common Stock | 15,000 | \$ 16.5 | D | Â |
| Stock Option (Right to Buy) | Â (6) | 04/14/2021 | Common Stock | 22,500 | \$ 16 (7) | D | Â |
| Stock Option (Right to Buy) | Â (8) | 04/08/2022 | Common Stock | 20,000 | \$ 3.86 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Boynton Peter C/O AMYRIS, INC. 5885 HOLLIS ST., SUITE 100 EMERYVILLE, CA 94608 | Â | Â | Â Chief Commercial Officer | Â |

Signatures

/s/ Peter Boynton by Nicholas Khadder,
Attorney-in-Fact

11/09/2012

__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) Represents a restricted stock unit award that vests in three successive equal annual installments, with the first 1/3rd of the units vesting on April 1, 2013.
 - (2) 3,125 shares acquired on November 15, 2011 under the Issuer's 2010 Employee Stock Purchase Plan.
 - (3) Immediately exercisable.
 - (4) The stock option vested as to 1/5th of the total number of shares subject to the option (originally 200,000 shares before exercises) on December 14, 2010, and thereafter vests as to 1/60th of the total number of shares subject to the option in equal monthly installments.
 - (5) The stock option vested as to 1/60th of the total number of shares subject to the option on September 1, 2010, and thereafter vests as to 1/60th of the total number of shares subject to the option in equal monthly installments.
 - (6) The stock option vested as to 1/48th of the total number of shares subject to the option on February 1, 2011, and thereafter vests as to 1/48th of the total number of shares subject to the option in equal monthly installments.
 - (7) The stock option was originally granted with an exercise price of \$26.84 per share. The stockholders approved at the Issuer's annual meeting of stockholders held on May 24, 2012 a one-time stock option re-pricing program in which the Issuer's employees with eligible stock options would receive a one-time reduction in the exercise price for such options to \$16.00 per share.
 - (8) The stock option vested as to 1/48th of the total number of shares subject to the option on May 1, 2012, and thereafter vests as to 1/48th of the total number of shares subject to the option in equal monthly installments.

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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