

Melo John
Form 4
October 12, 2011

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 *
Melo John

(Last) (First) (Middle)

C/O AMYRIS, INC., 5885 HOLLIS ST., SUITE 100

(Street)

EMERYVILLE, CA 94608

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
10/10/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

President and CEO

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 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 | 10/10/2011 | | M ⁽¹⁾ | 20,000 A | \$ 0.28 20,000 | I ⁽²⁾ | John and Mary Melo Family Foundation ⁽²⁾ |
| Common Stock | 10/10/2011 | | S ⁽¹⁾ | 20,000 ⁽³⁾ D | \$ 17.216 ⁽⁴⁾ 0 | I ⁽²⁾ | John and Mary Melo Family Foundation ⁽²⁾ |
| Common Stock | | | | | 23,000 | D | |

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

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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 |
| Stock Option (Right to Buy) | \$ 0.28 | 10/10/2011 | | M ⁽¹⁾ | 20,000 | (5)(6) | 01/18/2017 | Common Stock | 20,000 |
| Stock Option (Right to Buy) | \$ 0.28 | | | | | (5)(6) | 01/18/2017 | Common Stock | 553,730 |
| Stock Option (Right to Buy) | \$ 0.28 | | | | | (5)(6) | 01/18/2017 | Common Stock | 18,539 |
| Stock Option (Right to Buy) | \$ 0.28 | | | | | (5)(6) | 01/18/2017 | Common Stock | 9,936 |
| Stock Option (Right to Buy) | \$ 0.28 | | | | | (5)(6) | 01/18/2017 | Common Stock | 9,936 |
| Stock Option (Right to Buy) | \$ 0.28 | | | | | (5)(6) | 01/18/2017 | Common Stock | 9,936 |
| Stock Option (Right to Buy) | \$ 0.28 | | | | | (5)(6) | 01/18/2017 | Common Stock | 26,653 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Melo John C/O AMYRIS, INC. 5885 HOLLIS ST., SUITE 100 EMERYVILLE, CA 94608 | X | | President and CEO | |

Signatures

/s/ John Melo by Nicholas Khadder,
Attorney-in-Fact

10/12/2011

__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).
 ***RULE 10B5-1 TRADING PLAN TRANSACTION: EACH OF THE FOREGOING OPTION EXERCISE AND STOCK SALES
 (1) WAS EFFECTED PURSUANT TO A RULE 10B5-1 TRADING PLAN ADOPTED BY THE JOHN AND MARY MELO FAMILY FOUNDATION ON SEPTEMBER 9, 2011.***
- (2) The shares are directly beneficially held by the John and Mary Melo Family Foundation (the "Foundation"). Mr. Melo is the President of the Foundation and, as such, has voting and/or investment power over the securities held by the Foundation.
- (3) Represents the aggregate of sales effected on the same day at different prices pursuant to the plan in footnote (1).
 Represents the weighted average sales price per share. The shares sold at prices ranging from \$16.66 to \$17.55 per share. Full
- (4) information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the Issuer.
- (5) Immediately exercisable.
- (6) The stock option vested as to 1/5th of the total number of shares subject to the option on October 23, 2007, and thereafter vested and shall vest as to 1/60th of the total number of shares subject to the option in equal monthly installments.
- (7) This stock option was previously reported as directly beneficially owned by Mr. Melo, but was contributed on September 1, 2011 to the Foundation.
- (8) This stock option was previously reported as directly beneficially owned by Mr. Melo, but was contributed on March 18, 2010 to the Melo Family 2010 Distribution Trust.
- (9) This stock option was previously reported as directly beneficially owned by Mr. Melo, but was contributed on April 4, 2011 to the Descendant's Trust #1.
- (10) This stock option was previously reported as directly beneficially owned by Mr. Melo, but was contributed on April 4, 2011 to the Descendant's Trust #2.
- (11) This stock option was previously reported as directly beneficially owned by Mr. Melo, but was contributed on April 4, 2011 to the Descendant's Trust #3.
- (12) This stock option was previously reported as directly beneficially owned by Mr. Melo, but was contributed on April 4, 2011 to the Melo Renewal Trust.

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.