

AMYRIS, INC.
Form 4
June 02, 2014

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 *
TOTAL ENERGIES NOUVELLES ACTIVITES USA

(Last) (First) (Middle)

24 COURS MICHELET

(Street)

92800 PUTEAUX, IO

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/29/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | | | | (A) or (D) Price | 16,208,806 | D | |

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

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SEC 1474 (9-02)

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

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| 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 | 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 |
|--|--|--------------------------------------|--|---------------------|---|---------------------------------|-----|--|-----------------|----------|
| | | | | | V | (A) | (D) | Date Exercisable | Expiration Date | |
| 1.5% Senior Convertible Note Due 2017 ("Note") | \$ 7.0682 | 05/29/2014 | | J ⁽¹⁾ | | \$ 18,005,751.86 ⁽¹⁾ | | <u>(1)</u> | <u>(1)</u> | Co S |
| 1.5% Senior Convertible Note Due 2017 ("New Note") | \$ 7.0682 | 05/29/2014 | | P | | \$ 8,300,751.86 ⁽²⁾ | | <u>(2)</u> | <u>(2)</u> | Co S |
| 6.5% Convertible Senior Notes Due 2019 ("6.5% Note") | <u>(3)</u> | 05/29/2014 | | P | | \$ 9,705,000 ⁽⁴⁾ | | <u>(4)</u> | <u>(4)</u> | Co S |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| TOTAL ENERGIES NOUVELLES ACTIVITES USA 24 COURS MICHELET 92800 PUTEAUX, IO | | | X | |

Signatures

/s/ Bernard Clement, President
06/02/2014
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).
- Note was cancelled pursuant to that certain Request Letter dated May 19, 2014 and that certain Acknowledgment of Prepayment dated
- (1) May 29, 2014, each delivered by the Reporting Person and accepted by the Issuer. The Issuer's obligations under the Note were cancelled upon the issuances of a new 1.5% Senior Convertible Note Due 2017 and new 6.5% Convertible Senior Notes due 2019.
 - (2) The principal amount of the New Note is \$8,300,751.86. The New Note is convertible only in those circumstances described in the New Note. The Final Maturity Date as defined in the New Note is March 1, 2017.

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- (3) 1,000 divided by the Applicable Conversion Rate as defined in the 6.5% Notes, which is initially 267.0370 shares of Common Stock per \$1,000 Principal Amount of Notes, subject to adjustment as set forth therein.
- (4) The principal amount of the 6.5% Notes is \$9,705,000. The 6.5% Notes are convertible only in those circumstances described in the 6.5% Notes. The Final Maturity Date as defined in the 6.5% Notes is May 15, 2019.

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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