AMYRIS, INC.
Form 4
January 17, 2014

# FORM 4

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

**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

OMB APPROVAL

| | |
|---|---|
| OMB Number: | 3235-0287 |
| Expires: | January 31, 2005 |
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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Maxwell (Mauritius) Pte Ltd

(Last) (First) (Middle)

C/O IMM, LES CASCADES, EDITH CAVELL STREET

(Street)

PORT LOUIS, O4 238891

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
01/15/2014

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)
___ Form filed by One Reporting Person
_X_ 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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value $0.0001 | | | | | | | | 10,353,478 | D (1) | |

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)**

| 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 Underlying Securitie (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amoun Numbe Shares |
| Tranche II Senior Convertible Note (the "Note") | $ 2.87 | 01/15/2014 | | P[(2)] | | $ 25,000,000 [(2)] | | [(3)] | [(3)] | Common Stock | 25,00 [ |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| Maxwell (Mauritius) Pte Ltd<br>C/O IMM, LES CASCADES<br>EDITH CAVELL STREET<br>PORT LOUIS, O4 238891 | | X | | |
| Cairnhill Investments (Mauritius) Pte Ltd<br>C/O IMM, LES CASCADES<br>EDITH CAVELL STREET<br>PORT LOUIS, O4 | | X | | |
| Temasek Holdings (Private) Ltd<br>60B ORCHARD ROAD, #06-18 TOWER 2<br>THE ATRIUM@ORCHARD<br>U0 238891 | | X | | |
| Fullerton Management Pte Ltd<br>60B ORCHARD ROAD, #06-18 TOWER 2<br>THE ATRIUM@ORCHARD<br>U0 238891 | | X | | |

# Signatures

| | |
|---|---|
| /s/ Ashraf Ramtoola, Director, on behalf of Maxwell (Mauritius) Pte Ltd | 01/17/2014 |
| [**]Signature of Reporting Person | Date |
| /s/ Eu Jin Chua, Authorized Signatory, on behalf of Temasek Holdings (Private) Limited | 01/17/2014 |
| [**]Signature of Reporting Person | Date |
| /s/ Sio Han Boon, Director, on behalf of Fullerton Management Pte Ltd | 01/17/2014 |

| **Signature of Reporting Person | Date |
|---|---|
| /s/ Weng Chuen Poy, Director, on behalf of Cairnhill Investments (Mauritius) Pte Ltd | 01/17/2014 |
| **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)** Maxwell (Mauritius) Pte Ltd directly owns 10,353,478 shares of Common Stock. Maxwell (Mauritius) Pte Ltd is wholly-owned by Cairnhill Investments (Mauritius) Pte Ltd., which in turn is wholly-owned by Fullerton Management Pte Ltd, which in turn is wholly-owned by Temasek Holdings (Private) Limited. Therefore, each of Temasek Holdings (Private) Limited, Fullerton Management Pte Ltd and Cairnhill Investments (Mauritius) Pte Ltd. may be deemed to beneficially own the shares of Common Stock directly owned by Maxwell (Mauritius) Pte Ltd.

**(2)** The Note was purchased in connection with a private placement of convertible notes. The face value of the Note on the date of issuance was $25,000,000.

**(3)** The Note is convertible into common stock at the option of the holder (i) at any time after January 15, 2015, (ii) on a change of control of Amyris, Inc. (as defined in the Note), and (iii) upon the occurrence of an event of default. The Final Maturity Date as defined in the Note is January 15, 2019.

**(4)** The face value of the Note on the date of issuance was $25,000,000. The Note provides that interest for the first 36 months shall be payable in kind and added to principal every year and thereafter, Amyris, Inc. may continue to pay interest in kind by adding to principal every year or may elect to pay interest in cash.

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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