

DSM International B.V.
Form 4
November 21, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
DSM International B.V.

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)

HET OVERLOON 1

3. Date of Earliest Transaction (Month/Day/Year)
11/19/2018

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

(Street)

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

HEERLEN, P7 6411 TE

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/19/2018		A		1,643,991	A	Ⓛ
					10,328,951	I	
Common Stock	11/19/2018		X		964,837	A	\$ 0.0015
					11,293,788	I	
Common Stock	11/19/2018		X		1,713,565	A	\$ 0.0001
					13,007,353	I	

See footnote (2)
See footnote (2)
See footnote (2)

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)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and 4)
					V	(A)	(D)	Date Exercisable	Expiration Date	
Warrants (right to buy)	\$ 0.0015	11/19/2018		J ⁽³⁾		964,837		11/19/2018	07/10/2022	Common Stock
Warrants (right to buy)	\$ 0.0001	11/19/2018		J ⁽⁴⁾		1,713,565		11/19/2018	05/23/2023	Common Stock
Warrants (right to buy)	\$ 0.0015	11/19/2018		X		964,837		11/19/2018	07/10/2022	Common Stock
Warrants (right to buy)	\$ 0.0001	11/19/2018		X		1,713,565		11/19/2018	05/23/2023	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DSM International B.V. HET OVERLOON 1 HEERLEN, P7 6411 TE				
Koninklijke DSM N.V. HET OVERLOON 1 HEERLEN, P7 6411 TE				

Signatures

DSM International B.V. By: /s/ Hugh Welsh, President, DSM North America	11/21/2018
**Signature of Reporting Person	Date
Koninklijke DSM N.V. By: /s/ Hugh Welsh, President, DSM North America	11/21/2018

__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) In consideration of certain agreements of affiliates of the Reporting Persons set forth in a commercial agreement entered into with the Issuer on November 19, 2018, the Issuer's board of directors approved the issuance of the shares reported herein.

The securities reported herein are held of record by DSM International B.V., which is a wholly owned subsidiary of Koninklijke DSM N.V. Accordingly, Koninklijke DSM N.V. may be deemed to share beneficial ownership of the securities held of record by DSM International B.V. Koninklijke DSM N.V. is a publicly traded company with securities listed on the Amsterdam Stock Exchange.
- (2) In connection with an investment in the Issuer by a third party on August 3, 2017, as agreed by DSM International B.V. and the Issuer on November 19, 2018, the anti-dilution provisions of the Warrants were triggered, resulting in the Warrants becoming exercisable for 964,837 shares of Common Stock at an exercise price of \$0.0015 per share, which Warrants were exercised by the Reporting Persons on November 19, 2018.
- (3) In connection with amendments to existing securities of the Issuer held by a third party on August 17, 2018, as agreed by DSM International B.V. and the Issuer on November 19, 2018, the anti-dilution provisions of the Warrants were triggered, resulting in the Warrants becoming exercisable for 1,713,565 shares of Common Stock at an exercise price of \$0.0001 per share, which Warrants were exercised by the Reporting Persons on November 19, 2018.
- (4)

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.