Edgar Filing: SANGSTER GORDON - Form 4

SANGSTER	GORDON										
Form 4	017										
August 22, 20									OMB A	PPROVAL	
FORM	UNITE	D STATES			ND EX , D.C. 20		NGE (COMMISSION	OMB Number:	3235-0287	
Subject to				GES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: Estimated a		
Form 4 or Form 5 obligatior may conti <i>See</i> Instru 1(b).	Filed print Filed	7(a) of the		5(a) of th ility Hol	e Securit ding Con	npany	Act o	ge Act of 1934, f 1935 or Sectio 40	burden hou response n	•	
(Print or Type R	Responses)										
SANGSTER GORDON Symbol				r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
				te of Earliest Transaction th/Day/Year) 8/2017				(Check all applicable) <u>X</u> Director <u>10%</u> Owner <u>X</u> Officer (give title <u>Other</u> (specify below) SVP & Chief Financial Officer			
				Amendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
REDWOOD	OCITY, CA 94	4063						Form filed by M Person	More than One Re	eporting	
(City)	(State)	(Zip)	Table	e I - Non-I	Derivative	Securi	ities Ace	quired, Disposed o	f, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Executi any		Code (Instr. 8)	ion(A) or D (D)	ispose 4 and (A) or	d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial	
Common Stock	08/18/2017			$F^{(1)}$	6,264	D)	\$ 5.45	190,422	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Titl Deriva Securi (Instr.	ative ity	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
					Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	5	Relationships							
1 0	Director	10% Owner	Officer	Other					
SANGSTER GORDON C/O CODEXIS, INC. 200 PENOBSCOT DRIVE REDWOOD CITY, CA 94063	3		SVP & Chief Financial Officer						
Signatures									
/s/ Gordon 0 Sangster 0	8/22/2017								
<u>**</u> Signature of	Date								

<u>**</u>Signature of Reporting Person

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) Shares withheld by the Issuer on vesting of restricted stock units solely to cover applicable withholding taxes. No shares were sold in the open market; the transaction reported herein was executed automatically upon the vesting of the Reporting Person's restricted stock units.

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.