

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

| | | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------|
| 1. Name and Address of Reporting Person* Raizen Energia Participacoes S.A. (Last) (First) (Middle) AVENIDA PRESIDENTE JUSCELINO KUBITSCHECK, 1327 6 O ANDAR (Street) SAO PAULO, D5 04543-011 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 06/01/2011 | 3. Issuer Name and Ticker or Trading Symbol CODEXIS INC [CDXS] | | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 6. Individual or Joint/Group Filing Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock | 5,573,319 (1) | D | |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------|-----------------------------------------------------------------------------|----------------------------|--------------------------------------------------------|---------------------------------------------------------------------------------|-------------------------------------------------------|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Raizen Energia Participacoes S.A. AVENIDA PRESIDENTE JUSCELINO KUBITSCHECK 1327 6 O ANDAR SAO PAULO, D5 04543-011 | | X | | |
| Ispagnac Participacoes Ltda. AVENIDA DAS AMERICAS 4200 BLOCO 6, 1 O ANDAR, (PART) BARRA DA TIJUCA RIO DE JANEIRO, RJ CEP, D5 22640-102 | | X | | |
| Royal Dutch Shell plc 30, CAREL VAN BYLANDTLAAN THE HAGUE, P7 2596 HR | | X | | |
| Cosan S.A. Industria e Comercio AVENIDA PRESIDENTE JUSCELINO KUBITSCHECK, 1327, 4 O ANDAR SAO PAULO, SP CEP, D5 04543-011 | | X | | |
| Cosan Ltd. AVENIDA PRESIDENTE JUSCELINO KUBITSCHECK, 1726 6TH FLOOR SAO PAULO, SP, D5 04543-000 | | X | | |

Signatures

| | | |
|----------------------------------------------------------------------------|--|------------|
| /s/ Pedro Isamu Mizutani for Raizen Energia Participacoes S.A as its COO | | 06/01/2011 |
| **Signature of Reporting Person | | Date |
| /s/ Matias Lopes for Ispagnac Participacoes Ltda as an Officer | | 06/01/2011 |
| **Signature of Reporting Person | | Date |
| /s/ Mark Edwards for Royal Dutch Shell plc as its Deputy Company Secretary | | 06/01/2011 |
| **Signature of Reporting Person | | Date |
| /s/ Marcos Marinho Lutz for Cosan S.A. Industria e Comercio as its CEO | | 06/01/2011 |
| **Signature of Reporting Person | | Date |
| /s/ Rubens Omoto Silveira Mello for Cosan Limited as its CEO | | 06/01/2011 |
| **Signature of Reporting Person | | Date |

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Acquisition of Codexis Common Stock by Raizen Energia Participacoes S.A. ("Raizen"), a joint venture company in which Royal Dutch Shell plc ("RDS") and Cosan Limited are indirectly, through their respective subsidiaries Ispagnac Participacoes Ltda. ("Ispagnac") and Cosan S.A. Industria e Comercio, joint venture partners, from Ispagnac was part of RDS's and its affiliates' contribution to such joint venture, and was made in exchange for Raizen capital stock.

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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