

## 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 * <b>VIVO VENTURES VII, LLC</b> (Last) (First) (Middle) <b>575 HIGH STREET, SUITE 201</b> (Street) <b>PALO ALTO, CA 94301</b> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <b>03/20/2015</b>	3. Issuer Name and Ticker or Trading Symbol <b>CODEXIS INC [CDXS]</b>	
		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	5,454,439	I (1)	Held by Vivo Ventures Fund VII, L.P.
Common Stock	118,880	I (2)	Held by Vivo Ventures VII Affiliates Fund, L.P.

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

SEC 1473 (7-02)

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### 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
VIVO VENTURES VII, LLC 575 HIGH STREET, SUITE 201 PALO ALTO, CA 94301		X		
Vivo Ventures Fund VII, L.P. 575 HIGH STREET, SUITE 201 PALO ALTO, CA 94301		X		
Vivo Ventures VII Affiliates Fund, L.P. 575 HIGH STREET, SUITE 201 PALO ALTO, CA 94301		X		

## Signatures

/s/ Frank Kung, Managing Member	03/20/2015
**Signature of Reporting Person	Date
/s/ Frank Kung, Managing Member of Vivo Ventures VII, LLC; General Partner of Vivo Ventures Fund VII, L.P.	03/20/2015
**Signature of Reporting Person	Date
/s/ Frank Kung, Managing Member of Vivo Ventures VII, LLC; General Partner of Vivo Ventures VII Affiliates Fund, L.P.	03/20/2015

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## 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) These shares are owned directly by Vivo Ventures Fund VII, L.P. Vivo Ventures VII, LLC is the general partner of Vivo Ventures Fund VII, L.P., and as such may be deemed to beneficially own these shares.
- (2) These shares are owned directly by Vivo Ventures VII Affiliates Fund, L.P. Vivo Ventures VII, LLC is the general partner of Vivo Ventures VII Affiliates Fund, L.P., and as such may be deemed to beneficially own these shares.

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.