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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response...

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Aaker Jennifer				2. Issuer Name and Ticker or Trading Symbol CODEXIS, INC. [CDXS]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner				
(Last) (First) (Middle) C/O CODEXIS, INC., 200 PENOBSCOT DRIVE				3. Date of Earliest Transaction (Month/Day/Year) 06/15/2021						r (give title belo	ow)	Other (specify	below)	
(Street) REDWOOD CITY, CA 94063			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					
		Т	blo I	Non	Doriv	otivo S	Convities	Acqui	rad Diene	end of or l	Ronoficially	Owned		
Date	Exec Year) any	2A. Deemed Execution Date, if any		3. Transaction Code (Instr. 8)				uired of	red 5. Amount of Securities Beneficially Owned Fol		es 6. collowing O s) Fo	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
			С	ode	V	Amoun	(A) or (D)	Price				or Indirect (Instr. 4) (I) (Instr. 4)		
06/15/202				A			A	\$ 0	20,336			D		
Table				t	he for d, Disp	rm dis posed o	plays a o	currer eficiall	ntly valid					
ion Date Executives (Month/Day/Year) any	med on Date, if	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired		6. Date and Ex	te Exercisable Expiration Date		7. Title Amoun Underl Securir (Instr. 4)	ount of erlying rities	8. Price of Derivative Security (Instr. 5)	Derivative Securities	Ownersl Form of Derivati Security Direct (I or Indire	Beneficia Ownersh (Instr. 4)	
			,						Amount					
	(Middle) 00 PENOBSCOT  1) 94063 2. Transaction Date (Month/Day/\(^1\) 06/15/2021 e line for each class of  Table  Insaction 3A. Dee Execution any	(Middle) (Middle) (Middle) (Middle) (Moldle) (Moldle) (Moldle) (Moldle) (Moldle) (Moldle) (Moldle) (A. If (Moldle) (Moldle) (A. If (Moldle) (Moldle) (A. If (Moldle)	CODEXIS, IN  3. Date of Earliest 06/15/2021  4. If Amendment,  94063  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  06/15/2021  2. Transaction Date, if any (Month/Day/Year)  10/10	CODEXIS, INC. [Code   Code   C	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction 06/15/2021  4. If Amendment, Date Origin  24. Table I - Non  25. Transaction Date (Month/Day/Year)  26. Transaction Date (Month/Day/Year)  27. Transaction Date (Month/Day/Year)  28. Deemed Execution Date, if any (Month/Day/Year)  Code  4. If Amendment, Date Origin  3. Transaction Date, if any (Month/Day/Year)  Code  Table II - Derivative Securities Acquires (e.g., puts, calls, warrants, opt of th/Day/Year)  Table II - Derivative Securities Acquires (e.g., puts, calls, warrants, opt of th/Day/Year)  (Month/Day/Year)  A Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  A Derivative Securities Acquires (e.g., puts, calls, warrants, opt of th/Day/Year)  (Month/Day/Year)	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Mondo/15/2021  4. If Amendment, Date Original File  94063  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code (Instr. 8)  Code V  A  Persocontain the form of the following t	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Month/Day 06/15/2021  4. If Amendment, Date Original Filed(Month Oath Oath Oath Oath Oath Oath Oath Oa	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Month/Day/Year) 06/15/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  94063  2. Transaction Date (Month/Day/Year)  2. Transaction Date (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code  V Amount (A) or (D)  Persons who respore contained in this for the form displays a contained in this form the form displays	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Month/Day/Year)  06/15/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  7 Table I - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 8)  10 (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  2. Transaction (A) or Disposed of (Instr. 8)  2. Transaction (A) or Disposed of (Instr. 8)  2. Transaction (A) or Disposed of (Instr. 8)  3. Transaction (A) or Original Filed(Month/Day/Year)  4. Securities Acquired (A) or Derivative Securities Acquired (A) or Derivative Securities Acquired (B) or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  4. Transaction (Instr. 8)  7 Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  1. Transaction (Instr. 8)  2. Transaction (Instr. 8)  2. Transaction (Instr. 8)  3. Transaction (Instr. 8)  4. S 0  2. Transaction (Instr. 8)  3. Transaction (Instr. 8)  4. S 0  4. S	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Month/Day/Year)  06/15/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  5. Amount Code	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Month/Day/Year)  06/15/2021  4. If Amendment, Date Original Filed(Month/Day/Year)  24. If Amendment, Date Original Filed(Month/Day/Year)  25. Transaction Date (Month/Day/Year)  26. Individual or Joint/X Form filed by One Reperson From filed by More than Execution Date, if (Month/Day/Year)  27. Transaction Date (Instr. 8)  28. Deemed Execution Date, if (Month/Day/Year)  29. Code V Amount Date (A) or Disposed of (Instr. 3, 4 and 5)  29. Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code V Amount Date (A) or Disposed of (Instr. 3 and 4)  Code Output Date (Code (Instr. 3) Date (Instr. 3)  Code (Instr. 3) Date (Individual or Joint/X Form filed by One Reperson Report Date (Instr. 3)  Code V Amount Date (Instr. 3) Date (Instr. 3)  Code (Instr. 3) Date (Individual or Joint/X Form filed by One Reperson Report Date (Instr. 3)  Code (Instr. 8)  Code (I	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Month/Day/Year)  (Month/Day/Year)  (A. If Amendment, Date Original Filed(Month/Day/Year)  (A. Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction(s) (Instr. 3, 4 and 5)  (Instr. 3, 4 an	CODEXIS, INC. [CDXS]  3. Date of Earliest Transaction (Month/Day/Year) 06/15/2021  4. If Amendment, Date Original Filed(Month/Day/Year) 094063  Cip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, if any (Month/Day/Year)  Code  V Amount (D) Code V Amount (D) Price  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  A 1, 1796 A 1, 20, 336  D  Code Code (Instr. 4)  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)  Code (Instr. 8)  Optional Person  A 1,796 A 1,906 A 1,007 Beneficially Owned  (E.g., puts, calls, warrants, options, convertible securities)  Code (Instr. 3)  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)  (Instr. 3)  A 1,796 A	

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Aaker Jennifer C/O CODEXIS, INC. 200 PENOBSCOT DRIVE REDWOOD CITY, CA 94063	X					

## **Signatures**

/s/ Ross Taylor, Attorney-in-Fact for Jennifer Aaker	06/17/2021
**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) The restricted stock award vests as to all of the shares subject to the award on the earlier of the first anniversary of the date of grant or the next annual stockholder meeting, subject to the director's continued service to the Company on such vesting date.

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.