

CODEXIS INC  
Form 8-K  
June 16, 2016

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

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**  
**Date of report (Date of earliest event reported): June 15, 2016**

**Codexis, Inc.**

**(Exact name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-34705**  
**(Commission**  
  
**File Number)**  
**200 Penobscot Drive**

**71-0872999**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**Redwood City, CA 94063**

**(Address of Principal Executive Offices) (Zip Code)**

**(650) 421-8100**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

Codexis, Inc. (the *Company*) held its Annual Meeting of Stockholders on June 15, 2016 in Redwood City, California. The results of the matters voted on by the Company's stockholders are set forth immediately below.

**Proposal 1**

To elect three Class III Directors to the Company's Board of Directors to hold office for three-year terms expiring at the 2019 Annual Meeting of Stockholders or until their respective successors are duly elected and qualified or their earlier resignation or removal:

Name of Nominee	Number of Votes		
	For	Withheld	Broker Non-Votes
Byron L. Dorgan	21,560,488	1,231,951	10,579,063
David V. Smith	22,744,930	47,509	10,579,063
Dennis P. Wolf	21,569,036	1,223,403	10,579,063

**Proposal 2**

To ratify the selection of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016:

	Number of Votes		
	For	Against	Abstain
	33,194,596	40,705	136,201

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 16, 2016

**CODEXIS, INC.**

By: /s/ Gordon Sangster  
Name: Gordon Sangster  
Title: Senior Vice President and Chief  
Financial Officer