

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

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

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	

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: 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			

1. Name and Address of Reporting Person* <u>Raizen Energia Participacoes S.A.</u>
(Last) (First) (Middle) AVENIDA PRESIDENTE JUSCELINO KUBITSCHECK 1327 6 O ANDAR
(Street) SAO PAULO D5 04543-011
(City) (State) (Zip)

1. Name and Address of Reporting Person* <u>Ispagnac Participacoes Ltda.</u>
(Last) (First) (Middle) AVENIDA DAS AMERICAS 4200 BLOCO 6, 1 O ANDAR, (PART) BARRA DA TIJUCA
(Street) RIO DE JANEIRO, D5 22640-102 RJ CEP
(City) (State) (Zip)

1. Name and Address of Reporting Person* <u>Royal Dutch Shell plc</u>
(Last) (First) (Middle) 30, CAREL VAN BYLANDTLAAN
(Street)

THE HAGUE P7 2596 HR

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Cosan S.A. Industria e Comercio](#)

(Last) (First) (Middle)

AVENIDA PRESIDENTE JUSCELINO KUBITSCHEK,
1327, 4 O ANDAR

(Street)

SAO PAULO, SP D5 04543-011
CEP

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Cosan Ltd.](#)

(Last) (First) (Middle)

AVENIDA PRESIDENTE JUSCELINO KUBITSCHEK,
1726 6TH FLOOR

(Street)

SAO PAULO, SP D5 04543-000

(City) (State) (Zip)

Explanation of Responses:

1. (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.

Remarks:

[/s/ Pedro Isamu Mizutani for
Raizen Energia Participacoes
S.A as its COO](#) [06/01/2011](#)

[/s/ Matias Lopes for Ispagnac
Participacoes Ltda as an
Officer](#) [06/01/2011](#)

[/s/ Mark Edwards for Royal
Dutch Shell plc as its Deputy
Company Secretary](#) [06/01/2011](#)

[/s/ Marcos Marinho Lutz for
Cosan S.A. Industria e
Comercio as its CEO](#) [06/01/2011](#)

[/s/ Rubens Omoto Silveira
Mello for Cosan Limited as its
CEO](#) [06/01/2011](#)

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.