

**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): March 12, 2018

Codexis, Inc.

(Exact name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34705
(Commission
File Number)

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

**200 Penobscot Drive
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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 7.01 Regulation FD Disclosure.

On March 12, 2018, Codexis, Inc. (the “Company”) updated its corporate presentation (the “Corporate Presentation”) in connection with upcoming investor conferences. A copy of the Corporate Presentation is furnished as Exhibit 99.1 to this Current Report on Form 8-K, and incorporated by reference herein.

The information furnished in this Current Report on Form 8-K pursuant to Item 7.01 (including Exhibit 99.1) shall not be deemed to be “filed” under the Securities Exchange Act of 1934, as amended, nor shall it be incorporated into any future filing under the Securities Act of 1933, as amended, or under the Securities Exchange Act of 1934, as amended, unless the Company expressly sets forth in such future filing that such information is to be considered “filed” or incorporated by reference therein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|------------------------|---|
| 99.1 | Corporate presentation of Codexis, Inc. |

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: March 12, 2018

CODEXIS, INC.

By: /s/ Gordon Sangster

Name: Gordon Sangster

Title: Senior Vice President and Chief Financial Officer

EXHIBIT INDEX

| Exhibit No. | Exhibit Description |
|-------------|---|
| 99.1 | Corporate presentation of Codexis, Inc. |



Unlock the power of proteins™

CODEXIS®
PROTEIN ENGINEERING EXPERTS™

March 2018

Codexis Corporate Presentation
Nasdaq: CDXS

Forward-Looking Statements

- These slides and the accompanying oral presentation contain forward-looking statements that involve risks and uncertainties. These statements relate to future events or our future financial or operational performance and involve known and unknown risks, uncertainties and other factors that could cause our actual results, levels of activity, performance or achievement to differ materially from those expressed or implied by these forward-looking statements. Forward-looking statements include all statements that are not historical facts. In some cases, you can identify forward-looking statements by terms such as “may,” “will,” “should,” “could,” “would,” “expects,” “plans,” “anticipates,” “believes,” “estimates,” “projects,” “predicts,” “potential” or the negative of these terms, and similar expressions and comparable terminology intended to identify forward-looking statements. These forward-looking statements represent our estimates and assumptions only as of the date hereof, and, except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.
- Other factors that could materially affect actual results, levels of activity, performance or achievement can be found in Codexis’ Form 10-K for the period ended December 31, 2016 filed with the SEC on March 9, 2017 and Form 10-Qs filed with the SEC on May 9, 2017, August 9, 2017 and November 9, 2017, including under the caption “Risk Factors.” If any of these risks or uncertainties materialize, or if our underlying assumptions prove to be incorrect, actual results, levels of activity, performance or achievement may vary significantly from what we projected.
- Our logo, “Codexis,” “CodeEvolver[®],” and other trademarks or service marks of Codexis, Inc. appearing in this presentation are the property of Codexis, Inc. This presentation contains additional trade names, trademarks and service marks of other companies. We do not intend our use or display of other companies’ trade names, trademarks or service marks to imply relationships with, or endorsement or sponsorship of us by, these other companies.

Codexis – Unlocking the Power of Proteins™



Company History
16+ Years



Employees
~120 (70 in R&D)



Cumulative Investments
> \$500m

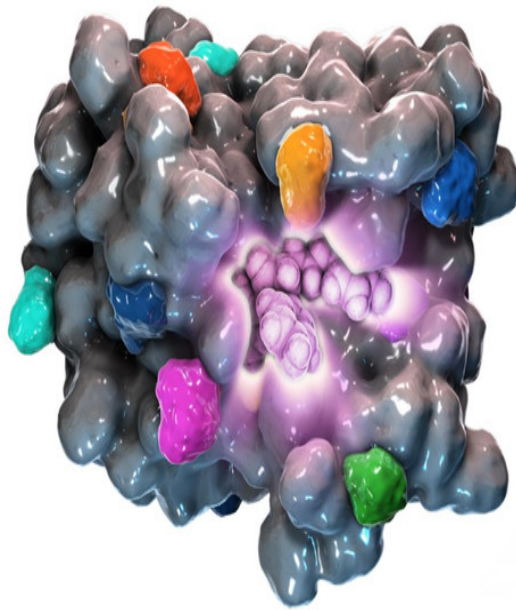


Patents & Applications
> 1100 worldwide

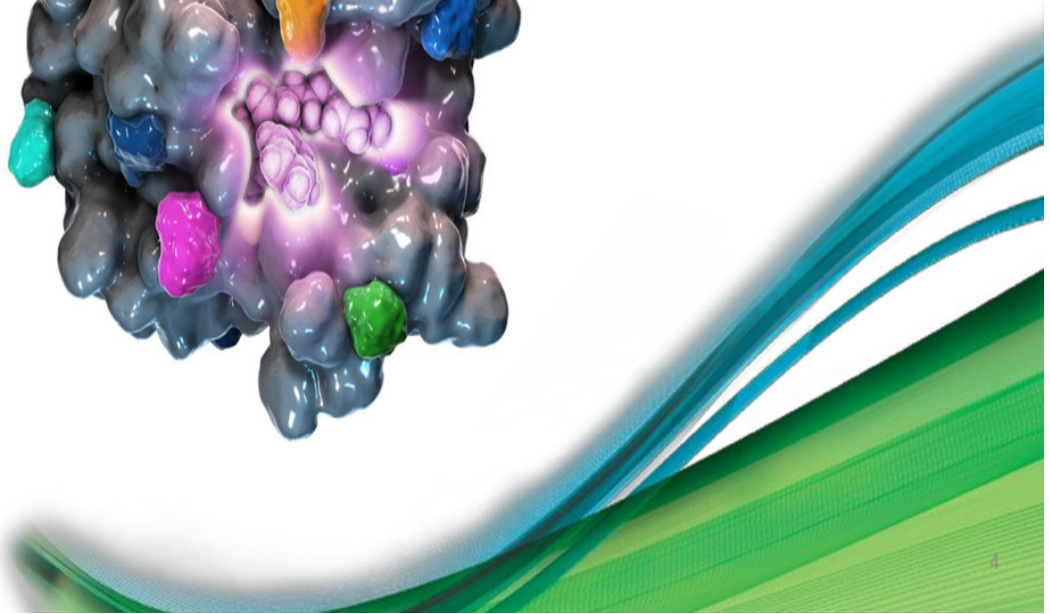


2018 Revenues (Forecast)
Total = \$60-63 million
5Yr CAGR: 13-15%

Proteins – Infinite Source of New Value Creating Materials



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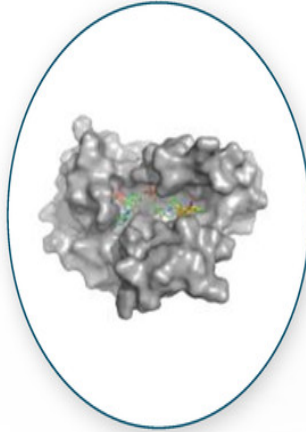


Complexity of Protein Structure - Function Relationships

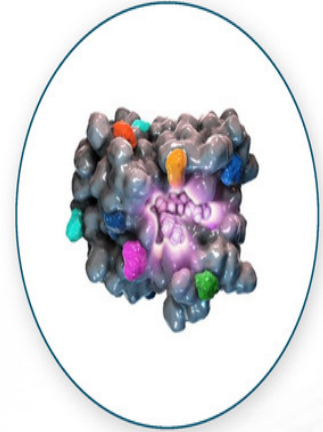
DNA Code



Protein Structure

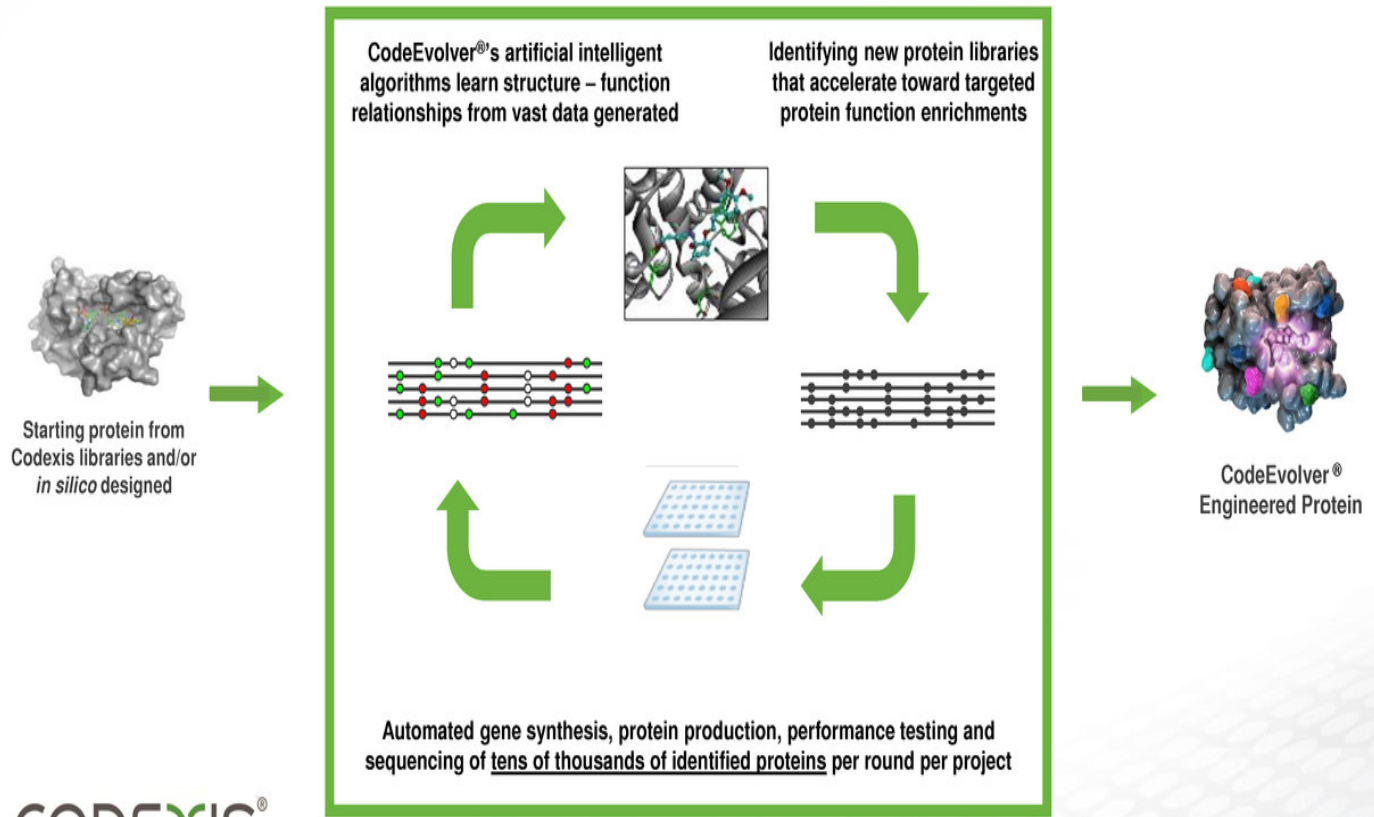


Protein Function



Codexis Uniquely Mapping This Big Data Landscape

CodeEvolver®: World-Leading Protein Engineering Platform



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For more on CodeEvolver®: <https://youtu.be/xSW0UDlgWRI> <https://youtu.be/up5QUdTLsBU>

Radical Protein Overhauls Are Required

Extent of Protein Engineering Needed to Displace Incumbent Products

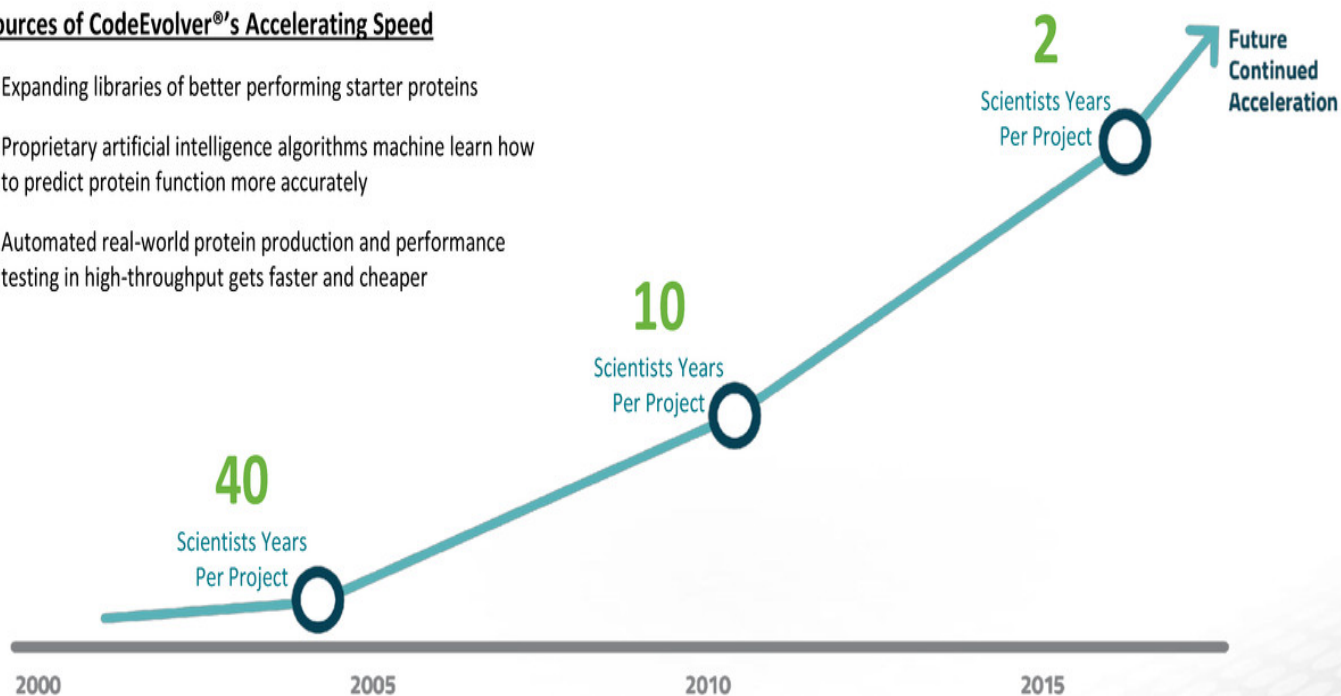
| | | |
|----------------------------|---|---|
| <u>29</u> sequence changes | → | <u>10</u> ³ -fold improvement over wild-type acylases |
| <u>30</u> sequence changes | → | <u>10</u> ⁵ -fold improvement over wild-type transaminases |
| <u>35</u> sequence changes | → | <u>10</u> ⁷ -fold improvement over wild-type carbonic anhydrases |
| <u>44</u> sequence changes | → | <u>10</u> ⁸ -fold improvement over wild-type imine reductases |

THIS is what CodeEvolver[®] Routinely Delivers

With Accelerating Speed & Shrinking R&D Costs

Sources of CodeEvolver®'s Accelerating Speed

- > Expanding libraries of better performing starter proteins
- > Proprietary artificial intelligence algorithms machine learn how to predict protein function more accurately
- > Automated real-world protein production and performance testing in high-throughput gets faster and cheaper



Accelerating Protein Targets Leveraging CodeEvolver®

Biotherapeutics

History: 1st target starts 2014; expanded 2017

Status: **Pipeline six deep; lead in phase 1 in 2018**

TAM: \$5+ bn³ enzyme therapeutics

Comps: Biomarin, Shire, Sanofi-Genzyme, Ultragenyx

Novel, High Performing Industrial Enzymes

History: First non-pharma project 2014

Status: **Food 10+% of 2017 sales → Diagnostics → ...**

TAM: \$4+ bn² industrial enzymes

Comps: Novozymes, Dupont, DSM, Amano

Protein Catalysts for Pharma Manufacturing

History: Codexis making the market for 16+ yrs

Status: **Accelerating and deepening penetration**

TAM: \$1+ bn¹ can improve > ½ of all small molecule drugs

Comps: Limited direct; some in-house big pharma R&D

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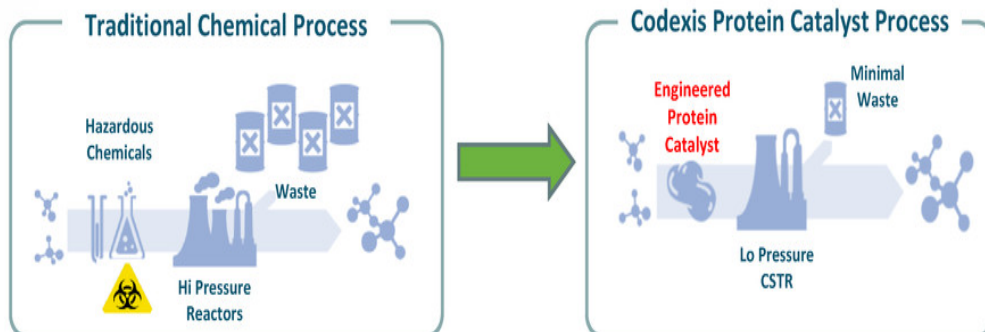
- 1) Codexis estimates
- 2) Markets and Markets Report FB2277, Oct 2016
- 3) Mordor Intelligence, <https://goo.gl/3867rV>, Sep 2016

Codexis Protein Businesses Leveraging CodeEvolver®

Protein Catalysts for Pharma Manufacturing

***Solid, Accelerating
Financial Base***

Codexis: A Leader in Pharma Protein Catalysts



Merck's Januvia®

Codexis' Award Winning Pharma Process Commercialization

“...[Codexis] helped avoid the cost of building a 2nd factory to meet the rising demand for Januvia®.”

Skip Volante, Merck VP R&D

- ✓ ZERO activity from all starter protein sources
- ✓ > 10%: higher yield / lower waste & energy
- ✓ > 50% higher volumetric productivity
- ✓ Stable in high temp + high organic solvent load
- ✓ Expensive, toxic chemo-catalyst replaced
- ✓ No new factory needed to support growth

Protein Catalyst Processes

- Lower impurities
- Higher yields
- Fewer process steps
- Less waste
- Energy efficient



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Pharma Protein Catalyst Business: Solid, Accelerating Financial Base

Acceleration of core P&L measures



Momentum of Codexis catalyst installations

Deeper R&D access deals with elite customers

Platform deals' 100% margin backends kick in

| Protein Catalyst Pharma Penetration Metrics | 2016 | 2017 | 2018 (forecast) |
|---|--------|---------|--------------------|
| Product Sales (\$m/yr) ¹ | ~ \$15 | ~ \$24m | } + |
| Gross Margin on Product Sales (%) ² | 36% | 46% | |
| # Pharma Customer's Products Using > \$500k of Product ¹ | 4 | 12 | |
| # API's Commercially Using Codexis ³ | 7 | 7 | |
| Pre-commercial (phase 2 or later) Pipeline Projects ³ | 10 | 15 | |
| # Pharma Customers w/ Dedicated Protein Engineer Teams | 1 | 3 | |
| # Pharma Customers w/ CodeEvolver® Platform License | 2 | 2 | |
| # CodeEvolver® Licensees Generating > \$1m Backends | 0 | 0 | |



1) Excludes product sales into food application
 2) Gross margin on all product sales (includes sales into food)
 3) See pipeline snapshot appendix; first three pharmaceutical manufacturing rows only

Codexis Protein Businesses Leveraging CodeEvolver®

Novel, High Performing Industrial Enzymes

***Faster Commercializing,
Larger Protein Targets***

Protein Catalysts for Pharma Manufacturing

***Solid, Accelerating
Financial Base***

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Bring CodeEvolver[®] Improved Enzymes To Large Existing Markets



Detergents

~ \$5 Billion
Industrial Enzyme
Sectors



Molecular Diagnostics & Biology



Food and Nutrition



Chemicals & Energy



Animal Feed & Health



Flavors and Fragrances

Fast Enzyme Commercializations in New Industrial Verticals

Codexis Novel Enzymes Enable Tate & Lyle's Food Ingredient Innovations

- 2014: 7 months of CodeEvolver[®] protein engineering drove 10-fold reduction in catalyst cost
- 2015: Lower cost enables Tate & Lyle to launch its new food ingredient
- 2017: Sales to T&L for this application are Codexis 2nd largest product sale
- 2017: Codexis and Tate & Lyle strike second deal to enable a second, larger new food ingredient
- 2018: 2nd project's enzymes scaling for GRAS affirmations and T&L commercial scale trials

> 10% of Codexis sales to food industry in 2017

Codexis Novel Enzymes Enabling Enhanced Molecular Diagnostics & Biology

- 2016: Identified opportunity to bring CodeEvolver[®] engineered enzymes for the ~ \$100m genomic diagnostic workflow market
- 2017: First enzyme, a DNA Ligase, engineered and scaled. Demonstrates 90+% conversions in 3min vs competitive enzyme at < 50% conversion in > 10 min
- 2018: DNA Ligase set for market penetration and sales
- 2018: Second, in a stream of planned enzymes being engineered and prepped for beta testing

✓ Expect another significant new deal in another industrial enzyme vertical to be executed in 2018

Codexis Protein Businesses Leveraging CodeEvolver®

Biotherapeutics

Proving our Capabilities to Monetize the World's Highest Value Proteins

Novel, High Performing Industrial Enzymes

Faster Commercializing, Larger Protein Targets

Protein Catalysts for Pharma Manufacturing

Solid, Accelerating Financial Base

The Opportunity for CodeEvolver® in Biotherapeutics

CodeEvolver® Targetable BioTx Characteristics

Efficacy Enhanced, tissue-specific activity

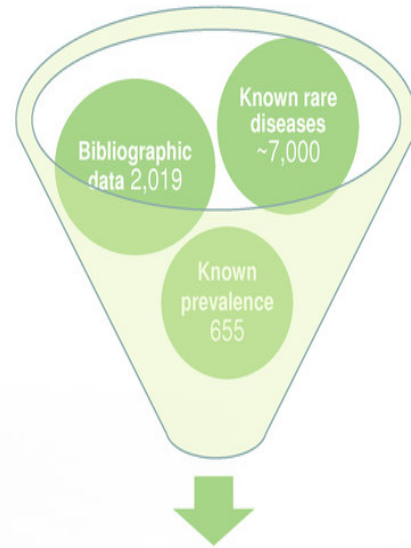
Safety Reduced immunogenicity

Stability Enhanced half-life in plasma and lysosome, stable in GI-tract

Convenience Reduced dosing frequency, more desirable delivery (ie, oral)

Manufacturability Optimized biophysical properties for manufacturing

Substantial Rare Disease Enzyme Targets*



Oral Enzyme For PKU Successfully Developed & Partnered



“We have partnered with Codexis to accelerate enzyme innovation for multiple health conditions.”

—Nestlé Health Science

Nestlé & Codexis Therapeutic Development Platform Access Partnership Deal (Oct 2017):

- ✓ Purchased rights to commercialize the oral PKU drug candidate
- ✓ Up to \$357 million in upfront + milestones, plus up to low double digit % royalty on sales
- ✓ First look rights for Nestlé for other IEAAM programs in Codexis pipeline
- ✓ CodeEvolver® R&D capacity newly dedicated to novel breakthrough protein targets



Setting Up For More Success From Pipeline



CDX-6114: Inborn Error of Amino Acid Metabolism Disease, PKU

Codevix phase 1 trials in 2018



NHSc option early 2019

IEAAM - 2

IEAAM - 3

Lysosomal Storage Disease LSD-1

LSD-2

Discovery Partnership



Two Add'l *Partnerable* Assets in 2019

- + Prospects of other significant new discovery partnering deals working CodeEvolver® into new biotherapeutic modalities (outside enzyme therapeutics)

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Codexis in 2017: Building Momentum Again

\$50.0m

2017 Total Revenue
Growth Despite \$22.5m in
Non-recurring 2016 Revenues

✓ Met

Performance vs Annual Guidance
Fourth Consecutive Year

✓✓

2017 Strategic Deliverables

\$26.7m

2017 Product Sales
+74% vs 2016

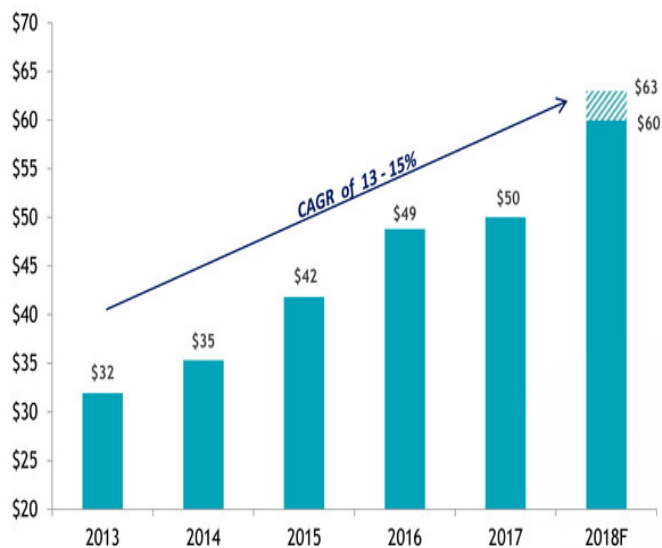
46%

2017 Product Margin
Up From 36% in 2016

- ✓ 13 Customer Products Each Use > \$500k Codexis Protein Catalysts
- ✓ Food Industry Generates Greater Than 10% of Revenues
- ✓ Three Pharma Customers Secure Dedicated Teams (up from one)
- ✓ Breakout New Partnering Deals Executed:
 - Biotherapeutics Partnership with Nestlé Health Science
 - Second Major Food Ingredient Partnership with Tate & Lyle
- ✓ MDx/NGS Enzymes Setup For Successful Market Entry
- ✓ Capably Building Biotherapeutic Development Capabilities:
 - Accelerated CDX-6114 for PKU Towards Phase 1 Trials
 - Four More Discovery Programs Move Towards Partnerable Status
- ✓ Completed \$25 Million Financing to Support Growth

Codexis 2018 Financial Outlook

Total Revenue (\$ million)



2018 Annual Guidance Introduced

Total Revenues: \$60 - 63m (+20-26% vs 2017)

Product Sales: \$25 - 28m (2017 = \$26.7m)

Product Gross Margin: 45 - 48% (2017 = 46%)

Additional Insights Into 2018 Financial Outlook

Revenues: ~35% in 1H'18 / ~65% in 2H'18

R&D + GS&A Expenses: Similar To 2017; ~ Smooth Quarterly

Codexis Strategic Objectives for 2018

Relentless Focus on CodeEvolver® technology platform, AI-Driven Acceleration of Protein Discoveries

- ✓ Reinforce our powerful, product-commercializing uniqueness in the world's growing synthetic biology landscape

Continue Profitable Penetration of Protein Catalysis in Pharmaceutical Manufacturing

- ✓ Continue expansion of the number of our late-stage installations (Phase 2 to commercial) in our pipeline (22 as of 6/30/17)
- ✓ Deepen deployment by account: Lightly engaged → Project → Dedicated team → CodeEvolver® deal (→ 100% margin backends)
- ✓ At least one significant new deal executed in 2018

Continue to Broaden our Industrial Enzyme Capabilities Outside Pharma Manufacturing

- ✓ Food: approach commercialization of the second (larger peak rev) project with Tate & Lyle; again > 10% of total revenues
- ✓ Diagnostics/NGS: penetration / sales established with our DNA Ligase; launch at least one new product into field
- ✓ At least one significant new deal in another industrial enzyme vertical executed in 2018

Establish the Significance of our Biotherapeutics Business

- ✓ CDX-6114 For PKU: start phase 1 trial (mid-2018 - \$4m cash); Nestlé Health Science option exercise (early 2019 - \$3m); advances from there
- ✓ Pipeline: at least two additional lead candidates (beyond PKU) are "*partnerable*" (locked and on way to IND) by 2019
- ✓ At least one significant new deal working CodeEvolver® platform into new biotherapeutic modalities (outside enzyme therapeutics)



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Contact Us

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Appendix – Most Recent Pipeline Snapshot

Codexis Pipeline Snapshot

| Type of Protein & Target Market | Pre-Commercial | | Commercial | Pipeline Total <i>vs. prior pipeline</i> | |
|--|---------------------|--------------------|--------------------------------|--|-----------|
| | Codexis Driven | | Sustaining Revenues | 6/30/17 | 6/30/16 |
| | Codexis Self-funded | Customer Partnered | Product Sales and/or Licensing | | |
| Protein Catalysts Improving Pharmaceutical Manufacturing: | | | | | |
| <i>Developmental Drugs in Clinical Phase II or later</i> | | 10 | n.a. | 10 | +3 |
| <i>Patented On-the-Market Drugs</i> | | 1 | 2 | 3 | - |
| <i>Generic On-the-Market Drugs</i> | 1 | 3 | 5 | 9 | +2 |
| Expanding Industrial Enzyme Verticals: | | | | | |
| <i>Protein Catalysts For Food Ingredient Manufacturing</i> | | 3 | 1 | 4 | - |
| <i>Enzymes Enabling Molecular Diagnostic & Biology</i> | 1 | | | 1 | - |
| Novel Biotherapeutics Discovery & Development | 5 | 1 | | 6 | +2 |
| Pipeline Total as of June 30, 2017 | 7 | 18 | 8 | 33 | +7 |



Appendix – Success Stories & Customer Testimonials

Capital & Yield Efficiencies Unlocked For Merck's Januvia®



CHALLENGE

Capacity constraints in existing sitagliptin (active ingredient in Januvia) supply chain



SOLUTION

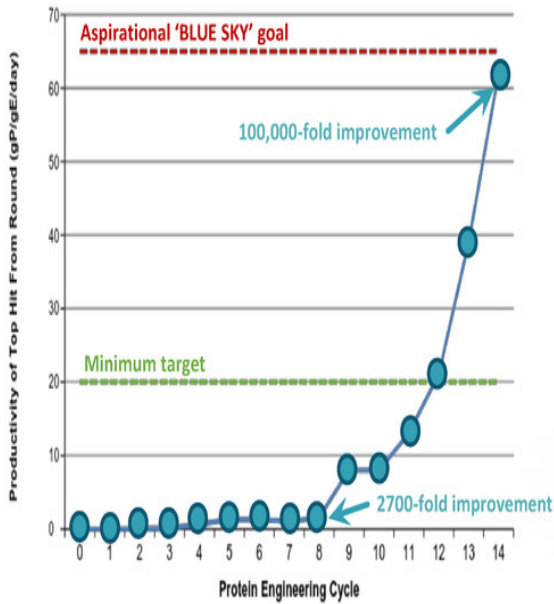
- Protein engineered from zero activity to commercial targets in less than 12 months
- 53% higher productivity
- 19% reduction in energy usage
- Expensive, toxic chemo-catalyst replaced
- No new factory needed to support growth

“...[Codexis] helped avoid the cost of building a 2nd factory to meet the rising demand for Januvia®.”

Skip Volante, Merck VP R&D

Major PharmaCo Patented Drug Process Overhaul

Engineered Protein Improvements



CHALLENGE

Inefficient patented drug manufacturing process affecting Top-10 global pharma company's profit margins



SOLUTION

- Prior protein libraries: zero activity
- 43 sequence variations required
- Engineered protein results in > 3x lower cost than customer's target
- Engineered protein's temperature stability to fit reaction conditions
- Expensive, toxic chemo-catalyst replaced

Phase II+ Drug Processes Overhauled By Codexis Protein Catalysts: 22 & counting

CodeEvolver® Licensing Creates Value Across GSK's Portfolio



CHALLENGE

How to effectively leverage protein engineering widely across GSK's portfolio?



SOLUTION

- Licensed the CodeEvolver® platform
- Deeply embedded the technology in house
- Applications from discovery to post launch
- Codexis earns front end and back end economics
- Partnership created around shared vision for proteins and mutual success of CodeEvolver®

"We chose the Codexis platform after a thorough evaluation of the enzyme evolution landscape..."

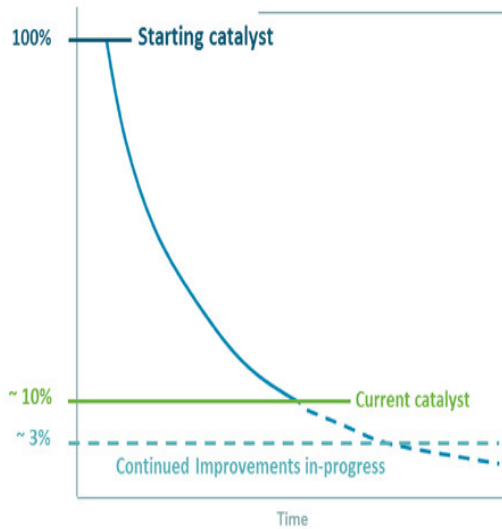
Doug Fuerst, GSK Technology Development Lead, Synthetic Biology

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Tate & Lyle's New Food Ingredient Launch Enabled

Catalyst System Cost-in-Use

(\$ per lb of Tate & Lyle's Product)



CHALLENGE

Healthier food ingredient requires a lower cost process to enable the product launch



SOLUTION

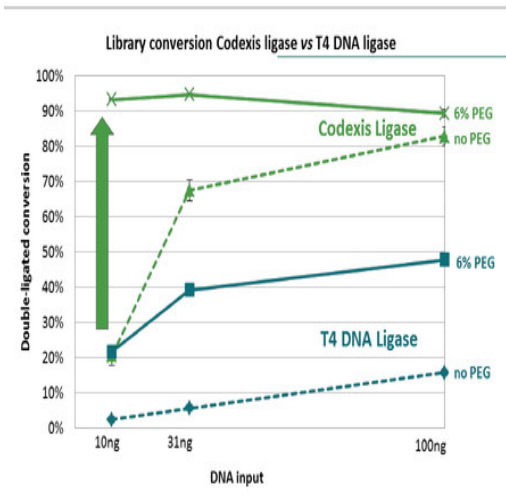
- Protein catalyst system engineered to meet commercial targets in less than 7 months
- 20-fold catalyst stability improvement
- 90+% reduction in catalyst system cost
- Enabled commercial production of the healthy ingredient < 2 years after 1st project discussion

"We view Codexis as an extension of our internal R&D programs at Tate & Lyle..."

Michael Harrison, Tate & Lyle SVP, New Product Development

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Improving Sensitivity and Precision in Molecular Diagnostics



CHALLENGE

Create more sensitive, fluid-based diagnostic tests: earlier, less invasive cancer detection



SOLUTION

- Codexis DNA ligase converts more input DNA to double-ligated library fragments than T4 DNA ligase across a range of sample input concentrations
- Exceptional conversion of low concentration (10 ng) DNA inputs, ideal for liquid biopsy applications
- Codexis DNA ligase achieves maximal substrate conversion within 5 minutes, enabling streamlined NGS workflows

- ✓ Our DNA Ligase is currently being beta tested by selected customers
- ✓ Other Molecular Diagnostics enzyme candidates are currently being engineered

Therapeutic Enzyme to Treat Phenylketonuria (PKU)



In the USA ~1:15,000 newborns have PKU, causing lifelong neurocognitive symptoms



CHALLENGE

Besides aggressive dietary control, no available drug treatment for > 80% of PKU patients



SOLUTION

- First CodeEvolver® drug discovery breakthrough
- Stability in GI tract enables convenient oral dosage
- > 50-fold stability improvement, *in vitro*
- Efficacy demonstrated in four preclinical models
- Human trials targeted to start in early 2018

“Many individuals with PKU are eagerly awaiting new therapeutic options. CDX-6114 holds the potential of being an attractive treatment for PKU.”

Dr. Gregory Enns, Professor of Pediatrics, Division of Medical Genetics, Stanford University Hospital

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