

POYHONEN JOHN  
Form 4  
June 20, 2012

**FORM 4**

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

OMB APPROVAL

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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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
POYHONEN JOHN

(Last) (First) (Middle)  
4939 DIRECTORS PLACE  
  
(Street)  
SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Ardea Biosciences, Inc./DE [RDEA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/19/2012

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |                                   |

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|  |                                    |                                      |  |                                |   |  |   |

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| Derivative Security                       |          |            | or Disposed of (D) (Instr. 3, 4, and 5) |           | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|---|----------|------------|---|-----------|------------------|-----------------|--------------|----------------------------|
|   |          |            | Code                                    | V (A) (D) |                  |                 |              |                            |
| Non-Qualified Stock Option (right to buy) | \$ 5.85  | 06/19/2012 | D                                       | 12,500    | (1)              | 06/14/2017      | Common Stock | 12,500                     |
| Non-Qualified Stock Option (right to buy) | \$ 15.69 | 06/19/2012 | D                                       | 12,500    | (1)              | 01/01/2018      | Common Stock | 12,500                     |
| Non-Qualified Stock Option (right to buy) | \$ 15.69 | 06/19/2012 | D                                       | 10,000    | (1)              | 01/01/2018      | Common Stock | 10,000                     |
| Non-Qualified Stock Option (right to buy) | \$ 12.16 | 06/19/2012 | D                                       | 12,500    | (1)              | 01/01/2019      | Common Stock | 12,500                     |
| Non-Qualified Stock Option (right to buy) | \$ 12.16 | 06/19/2012 | D                                       | 5,000     | (1)              | 01/01/2019      | Common Stock | 5,000                      |
| Non-Qualified Stock Option (right to buy) | \$ 12.16 | 06/19/2012 | D                                       | 5,000     | (1)              | 01/01/2019      | Common Stock | 5,000                      |
| Non-Qualified Stock Option (right to buy) | \$ 14.29 | 06/19/2012 | D                                       | 12,500    | (1)              | 01/03/2020      | Common Stock | 12,500                     |
| Non-Qualified Stock Option (right to buy) | \$ 25.97 | 06/19/2012 | D                                       | 12,500    | (1)              | 01/02/2021      | Common Stock | 12,500                     |
| Non-Qualified Stock Option (right to buy) | \$ 16.47 | 06/19/2012 | D                                       | 12,500    | (1)              | 01/02/2022      | Common Stock | 12,500                     |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| POYHONEN JOHN<br>4939 DIRECTORS PLACE<br>SAN DIEGO, CA 92121 | X             |           |         |       |

## Signatures

/s/ John W.  
Poyhonen

06/20/2012

\_\_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) This option was canceled pursuant to the Agreement and Plan of Merger, dated as of April 21, 2012, by and among Ardea Biosciences, Inc. ("Ardea"), Zeneca Inc. and QAM Corp. (the "Merger Agreement"), in exchange for a payment in cash, without interest and less the amount of any required tax withholding, equal to the product of: (i) the excess of \$32.00 (the per share merger consideration pursuant to the Merger Agreement) over the exercise price of the option; and (ii) the number of shares of Ardea common stock underlying the option.

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.