

MANHARD KIMBERLY
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 *
MANHARD KIMBERLY

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
4939 DIRECTORS PLACE
(Street)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Regulatory & Dev Ops

SAN DIEGO, CA 92121

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 06/19/2012 | | M | | 4,375 A \$ 5.95 | 14,575 ⁽¹⁾ | D |
| Common Stock | 06/19/2012 | | M | | 2,906 A \$ 14.95 | 17,481 | D |
| Common Stock | 06/19/2012 | | M | | 5,548 A \$ 15.69 | 23,029 | D |
| Common Stock | 06/19/2012 | | S | | 12,829 D \$ 31.96 | 10,200 | D |

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

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(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 Derivative Security | 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) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (Right to Buy) | \$ 5.95 | 06/19/2012 | | M | 4,375 | <u>(2)</u> 07/25/2017 | Common Stock | 4,375 |
| Employee Stock Option (Right to Buy) | \$ 14.95 | 06/19/2012 | | M | 2,906 | <u>(3)</u> 12/15/2019 | Common Stock | 2,906 |
| Employee Stock Option (Right to Buy) | \$ 15.69 | 06/19/2012 | | M | 5,548 | <u>(4)</u> 01/01/2018 | Common Stock | 5,548 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MANHARD KIMBERLY 4939 DIRECTORS PLACE SAN DIEGO, CA 92121 | | | SVP, Regulatory & Dev Ops | |

Signatures

/s/ Kimberly J.
Manhard

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) Includes 230 shares acquired under the Ardea Biosciences, Inc. 2000 Employee Stock Purchase Plan on June 12, 2012.
- (2) 25% of the shares subject to the stock option vest and become exercisable on July 26, 2008. The remaining shares vest in equal monthly installments over the following 3 years.
- (3) The stock option vests and becomes exercisable in 48 equal monthly installments beginning one month after the Date of Grant (12/16/09).
- (4) 25% of the shares subject to the stock option vest and become exercisable on January 1, 2009. The remaining shares vest in equal monthly installments over the following 3 years.

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.