

FUCHS HENRY J
Form 4
June 20, 2012

FORM 4

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

OMB APPROVAL

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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 *
FUCHS HENRY J

(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)	Amount (D) Price		
Common Stock	06/19/2012		D	10,416	D \$ 32 0	D	

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

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

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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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 2.76	06/19/2012		D		7,975		<u>(1)</u>	02/05/2013	Common Stock	7,975
Non-Qualified Stock Option (right to buy)	\$ 2.76	06/19/2012		D		13,644		<u>(1)</u>	02/05/2013	Common Stock	13,644
Non-Qualified Stock Option (right to buy)	\$ 2.76	06/19/2012		D		220		<u>(1)</u>	02/05/2013	Common Stock	220
Non-Qualified Stock Option (right to buy)	\$ 16.49	06/19/2012		D		4,362		<u>(1)</u>	02/01/2014	Common Stock	4,362
Non-Qualified Stock Option (right to buy)	\$ 16.49	06/19/2012		D		27,467		<u>(1)</u>	02/01/2014	Common Stock	27,467
Non-Qualified Stock Option (right to buy)	\$ 13.06	06/19/2012		D		54,468		<u>(1)</u>	05/06/2014	Common Stock	54,468
Non-Qualified Stock Option (right to buy)	\$ 3.5	06/19/2012		D		8,193		<u>(1)</u>	02/12/2016	Common Stock	8,193
Non-Qualified Stock Option (right to buy)	\$ 4.24	06/19/2012		D		11,729		<u>(1)</u>	01/02/2017	Common Stock	11,729
Non-Qualified Stock Option (right to buy)	\$ 15.69	06/19/2012		D		12,500		<u>(1)</u>	01/01/2018	Common Stock	12,500
Non-Qualified Stock Option (right to buy)	\$ 13.88	06/19/2012		D		1,250		<u>(1)</u>	06/15/2018	Common Stock	1,250
Non-Qualified Stock Option (right to buy)	\$ 13.19	06/19/2012		D		1,250		<u>(1)</u>	07/27/2018	Common Stock	1,250
Non-Qualified Stock Option (right to buy)	\$ 12.16	06/19/2012		D		12,500		<u>(1)</u>	01/01/2019	Common Stock	12,500

Stock Option (right to buy)								Stock	
Non-Qualified Stock Option (right to buy)	\$ 12.16	06/19/2012	D	2,500	<u>(1)</u>	01/01/2019	Common Stock	2,500	2,500
Non-Qualified Stock Option (right to buy)	\$ 12.16	06/19/2012	D	5,000	<u>(1)</u>	01/01/2019	Common Stock	5,000	5,000
Non-Qualified Stock Option (right to buy)	\$ 14.29	06/19/2012	D	12,500	<u>(1)</u>	01/03/2020	Common Stock	12,500	12,500
Non-Qualified Stock Option (right to buy)	\$ 25.97	06/19/2012	D	12,500	<u>(1)</u>	01/02/2021	Common Stock	12,500	12,500
Non-Qualified Stock Option (right to buy)	\$ 16.47	06/19/2012	D	12,500	<u>(1)</u>	01/02/2022	Common Stock	12,500	12,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FUCHS HENRY J 4939 DIRECTORS PLACE SAN DIEGO, CA 92121		X		

Signatures

/s/ Henry J.
Fuchs

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.

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