

Quart Barry D
Form 4
June 20, 2012

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Quart Barry D

(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)

President and CEO

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/19/2012		D	(A) or (D) 43,348 (1)	\$ 32 0	D	

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

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information contained in this form are not
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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)**

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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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am Nun Sha
Non-Qualified Stock Option (right to buy)	\$ 3.9	06/19/2012		D	105,000	<u>(2)</u>	12/20/2016	Common Stock	10
Incentive Stock Option (right to buy)	\$ 15.69	06/19/2012		D	10,540	<u>(2)</u>	01/01/2018	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 15.69	06/19/2012		D	189,460	<u>(2)</u>	01/01/2018	Common Stock	18
Non-Qualified Stock Option (right to buy)	\$ 10.68	06/19/2012		D	150,000	<u>(2)</u>	12/18/2018	Common Stock	15
Incentive Stock Option (right to buy)	\$ 14.95	06/19/2012		D	9,003	<u>(2)</u>	12/15/2019	Common Stock	9
Non-Qualified Stock Option (right to buy)	\$ 14.95	06/19/2012		D	90,997	<u>(2)</u>	12/15/2019	Common Stock	90
Incentive Stock Option (right to buy)	\$ 23.66	06/19/2012		D	4,226	<u>(2)</u>	12/13/2020	Common Stock	4
Non-Qualified Stock Option (right to buy)	\$ 23.66	06/19/2012		D	145,774	<u>(2)</u>	12/13/2020	Common Stock	14
Incentive Stock Option (right to buy)	\$ 18.94	06/19/2012		D	5,279	<u>(2)</u>	12/15/2021	Common Stock	5
Non-Qualified Stock Option (right to buy)	\$ 18.94	06/19/2012		D	149,721	<u>(2)</u>	12/15/2021	Common Stock	14

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Quart Barry D
4939 DIRECTORS PLACE X President and CEO
SAN DIEGO, CA 92121

Signatures

/s/ Barry D. 06/20/2012
Quart

 Date
**Signature of
Reporting Person

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 459 shares acquired under the Ardea Biosciences, Inc. ("Ardea") 2000 Employee Stock Purchase Plan on May 14, 2012 (398 shares) and June 12, 2012 (61 shares).

This option was canceled pursuant to the Agreement and Plan of Merger, dated as of April 21, 2012, by and among 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.
- (2)

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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