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SYMYX TECHNOLOGIES INC

Form 3

November 17, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response...
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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement INTERMOLECULAR INC [IMI] **SYMYX TECHNOLOGIES** (Month/Day/Year) **INC** 11/17/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O ACCELRYS, INC., 10188 (Check all applicable) **TELESIS COURT. SUITE 100** (Street) 6. Individual or Joint/Group _X__ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Person SAN DIEGO. CAÂ 92121 _ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

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

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	· · · · · · · · · · · · · · · · · · ·		3. Title and Amount of Securities Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			(Instr. 4)		Price of	Derivative		
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D)		

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				Shares		or Indirect (I) (Instr. 5)	
Series C Convertible Preferred Stock (1)	(2)	(3)	Common Stock	3,598,375	\$ 0	D	Â
Series D Convertible Preferred Stock (1)	(2)	(3)	Common Stock	270,724	\$ 0	D	Â
Series E Convertible Preferred Stock (1)	(2)	(3)	Common Stock	99,105	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships					
· F · · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
SYMYX TECHNOLOGIES INC							
C/O ACCELRYS, INC.	Â	ÂΧ	â	â			
10188 TELESIS COURT, SUITE 100	А	АЛ	A	A			
SAN DIEGO, CA 92121							

Signatures

/s/ David R.
Mersten

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Each share of Series C, Series D and Series E Convertible Preferred Stock will automatically convert on a 1-for-2 basis into common stock upon the consummation of the Issuer's initial public offering.
- (2) The securities are immediately convertible.
- (3) The expiration date is not relevant to the conversion of these securities.

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.

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