Ardea Biosciences, Inc./DE
Form 4
December 19, 2008

| RM 4 |  | OMB APPROVAL |
| :---: | :---: | :---: |
|  | UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | OMB Number: $\quad 3235-0287$ |
| Check this box |  | Expires: January 31, |
| if no longer subject to | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF | Estimated average 2005 |
| Section 16. | SECURITIES | burden hours per |
| Form 4 or |  | response... 0.5 |
| Form 5 obligations may continue. | 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 |  |
| See Instruction | 30(h) of the Investment Company Act of 1940 |  |
| 1(b). |  |  |

(Print or Type Responses)



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


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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Transact <br> Code <br> (Instr. 8) | 5. Numbe <br> Derivativ <br> Securitie <br> Acquired <br> Disposed <br> (Instr. 3, <br> 5) |  | 6. Date Exerci Expiration Dat (Month/Day/Y | able and ear) | 7. Title and Underlying (Instr. 3 and | Amount of Securities 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
|  |  |  |  | Code | (A) |  | Date <br> Exercisable | Expiration <br> Date | Title | Amount Number Shares |
| Warrants | \$ 11.14 | 12/19/2008 |  | P | 147,292 |  | 06/17/2009 | 12/18/2013 | Common Stock | 147,29 |

## Reporting Owners

Reporting Owner Name / Address
Relationships

Baker Brothers Life Sciences Capital (GP), LLC
667 MADISON AVENUE, 17TH FLOOR X
NEW YORK, NY US 10021
BAKER FELIX
667 MADISON AVENUE, 17TH FLOOR X
NEW YORK, NY US 10021
BAKER JULIAN
667 MADISON AVENUE, 17TH FLOOR X
NEW YORK, NY US 10021

## Signatures

/s/ Julian C. Baker, as Managing Member of Baker Brothers Life Sciences Capital (GP), LLC
/s/ Julian C. Baker
**Signature of Reporting Person
$12 / 19 / 2008$

|  | $\stackrel{* *}{*}$ Signature of Reporting Person |
| :--- | :---: |
| /s/ Julian C. Baker |  |
|  | Date |
| /s/ Felix J. Baker | **Signature of Reporting Person |
|  |  |
|  | **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. $78 \mathrm{ff}(\mathrm{a})$. In addition to Baker Brothers Life Sciences Capital (GP), LLC, this Form 4 is being filed jointly by Julian C. Baker and Felix J. Baker,
(1) each of whom has the same business address as Baker Brothers Life Sciences Capital (GP), LLC and may be deemed to have a pecuniary interest in securities owned by it. Because of certain relationships with other security holders of the Issuer, the Reporting Persons are filing solely for informational purposes as if they were members of a group of such shareholders. (Continued in footnote 2).
(2) However, the Reporting Persons disclaim that they and any other person or persons, in fact constitute a "group" for purposes of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended, or Rule 13d-5 thereunder or that they are the beneficial owners of securities owned by any such other persons, and each of them disclaims beneficial ownership of securities reported herein except to the extent of
their pecuniary interest, if any, therein.
Represents securities owned directly by Baker Brothers Life Sciences, L.P., the sole general partner of which is Baker Brothers Life
(3) Sciences Capital, L.P., a limited partnership the sole general partner of which is Baker Brothers Life Sciences Capital (GP),LLC. Julian C. Baker and Felix J. Baker are the controlling members of Baker Brothers Life Sciences Capital (GP), LLC.

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.

