

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

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FILER

**SENOYX INC**

CIK: **1123979** | IRS No.: **330843840** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **000-50791** | Film No.: **05790944**  
SIC: **8731** Commercial physical & biological research

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**Form 8-K**

**Current Report Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): April 29, 2005**

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**Senomyx, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**000-50791**

(Commission File Number)

**33-0843840**

(I.R.S. Employer  
Identification No.)

**11099 North Torrey Pines Road**

**La Jolla, California**

(Address of principal executive offices)

**92037**

(Zip Code)

Registrant's telephone number, including area code: **(858) 646-8300**

**Not Applicable.**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01 Entry into a Material Definitive Agreement.**

In December 2000, we entered into a collaboration agreement with Kraft Foods Global, Inc., a global leader in branded foods and beverages. On April 29, 2005, we amended the agreement to expand and extend the collaborative research phase. During the extension period

which runs through July 30, 2005, we will begin working with Kraft Foods on an exclusive basis on the discovery and development of novel flavor modifiers in a new product field in the dessert category. We will also continue to work with Kraft Foods for the discovery and development of novel flavor enhancers on a co-exclusive basis in an existing specified food and beverage product field. Kraft Foods has agreed to continue its existing research funding to us during the extension period. During the extension, we will continue discussions with Kraft Foods regarding a further extension of the collaborative research phase and additional opportunities to expand the collaboration. Upon commercialization, we are entitled to receive royalties on future net sales of products containing a discovered flavor enhancer from the date of introduction of each product in each country until the earlier of 17 years thereafter or until the expiration of relevant patents in such country.

We intend to file the amendment with the Securities and Exchange Commission in the future and will seek confidential treatment for certain material terms of the amendment at such time. The press release dated May 2, 2005 announcing our entry into the amendment is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

99.1 Press release of Senomyx, Inc. dated May 2, 2005.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SENOMYX, INC.**

By: /s/ HARRY J. LEONHARDT, ESQ.

Harry J. Leonhardt, Esq.  
*Vice President, General Counsel and  
Corporate Secretary*

Date: May 2, 2005

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**INDEX TO EXHIBITS**

99.1 Press release of Senomyx, Inc. dated May 2, 2005.

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**SEKOMYX ANNOUNCES EXPANSION AND EXTENSION OF  
COLLABORATION WITH KRAFT FOODS GLOBAL, INC.**

**LA JOLLA, CA - May 2, 2005** - Senomyx, Inc. (NASDAQ: SNMX) announced today the expansion and extension of the collaborative research phase under its discovery and development agreement with Kraft Foods Global, Inc., a global leader in branded foods and beverages. During the extension period which runs through July 30, 2005, the company will begin working with Kraft Foods on an exclusive basis on the discovery and development of novel flavor modifiers in a new product field in the dessert category. The company will also continue to work with Kraft Foods for the discovery and development of novel flavor enhancers on a co-exclusive basis in an existing specified food and beverage product field. Kraft Foods has agreed to continue its existing research funding to the company during the extension period. During the extension, the company will continue discussions with Kraft Foods regarding a further extension of the collaborative research phase and additional opportunities to expand the collaboration. Senomyx will be entitled to royalty payments based on sales of Kraft products containing any flavor enhancers developed under the agreement.

“We are extremely pleased to expand our collaboration with our long-standing partner, Kraft Foods,” stated Kent Snyder, President and Chief Executive Officer of Senomyx. “During the extension period, we will continue discussions with Kraft Foods regarding additional opportunities to expand our collaboration,” added Snyder.

**About Senomyx, Inc. ([www.senomyx.com](http://www.senomyx.com))**

Senomyx is a biotechnology company using proprietary taste receptor-based assays, screening technologies and optimization chemistry to discover and develop novel flavors, flavor enhancers and taste modulators for the packaged food and beverage industry. Senomyx’s current programs focus on the development of flavors, flavor enhancers and taste modulators in the savory, sweet, salt and bitter taste areas. Senomyx has entered into product discovery and development collaborations with four of the world’s leading packaged food and beverage companies: Campbell Soup Company, The Coca-Cola Company, Kraft Foods Global, Inc. and Nestlé SA.

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**About Kraft Foods Global, Inc.**

Kraft Foods Global, Inc. is the largest branded food and beverage company headquartered in the United States and the second largest worldwide. Kraft Foods markets many of the world’s leading food brands, including *Kraft* cheese, *Jacobs* and *Maxwell House* coffees, *Nabisco* cookies and crackers, *Philadelphia* cream cheese, *Oscar Mayer* meats, *Post* cereals and *Milka* chocolates, in more than 150 countries.

**Forward-Looking Statements**

Statements included in this press release that are not a description of fact are forward-looking statements, including, but not limited to, statements regarding potential payments under the Company’s collaboration with Kraft, plans for the Company’s taste receptor research, commercial potential, future products or additional collaborations. The inclusion of forward-looking statements should not be regarded as a representation by Senomyx that any of its plans, projections or future financial, scientific or business objectives will be achieved. The

Company's actual results may differ materially from any projected future results set forth in this release as a result of the risks and uncertainties inherent in Senomyx's business including, without limitation, difficulties or delays in developing, testing, obtaining regulatory approval, producing and marketing our flavors, flavor enhancers, taste modulators and related technologies; whether we will be able to further extend or expand our collaboration with Kraft Foods or enter into additional collaborations; our ability to collect royalties under our collaborations; the progress and timing of our scientific programs; changes in the laws or regulations of the United States and other countries that could adversely affect our and our collaborators' ability to develop and commercialize our products; whether any of its collaborations will result in the discovery and development of novel flavors, flavor enhancers or taste modulators, improve the nutritional profile of products incorporating them or otherwise enhance the Company's market position; our ability to protect our intellectual property and proprietary technology and to maintain and enforce our licensing arrangements with various third party licensors; our ability to define the scope and validity of patent protection for our products and technologies; competition from other companies and flavor manufacturers and other risks detailed in Senomyx's Securities and Exchange Commission filings, including our Annual Report on Form 10-K for the fiscal year ended December 31, 2004. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. All forward-looking statements are qualified in their entirety by this cautionary statement and Senomyx undertakes no obligation to revise or update this news release to reflect events or circumstances after the date hereof.

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