

ILLUMINA INC

Form 4

December 10, 2015

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
FLATLEY JAY T

(Last) (First) (Middle)

5200 ILLUMINA WAY

(Street)

SAN DIEGO, CA 92122

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ILLUMINA INC [ILMN]

3. Date of Earliest Transaction
(Month/Day/Year)
12/08/2015

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	12/08/2015		A	9,630 (1)	A \$ 0	433,423	D
Common Stock	12/08/2015		M	25,000 (2)	A \$ 27.97	458,423	D
Common Stock	12/08/2015		S	6,384 (2)	D \$ 174.1046 (3)	452,039	D
Common Stock	12/08/2015		S	2,851 (2)	D \$ 175.0868 (4)	449,188	D
	12/08/2015		S	463 (2)	D	448,725	D

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Common Stock					\$ 176.1943 (5)			
Common Stock	12/08/2015	S	4,068 (2)	D	\$ 177.1334 (6)	444,657	D	
Common Stock	12/08/2015	S	3,270 (2)	D	\$ 178.2802 (7)	441,387	D	
Common Stock	12/08/2015	S	1,764 (2)	D	\$ 179.1966 (8)	439,623	D	
Common Stock	12/08/2015	S	6,200 (2)	D	\$ 179.9947 (9)	433,423	D	
Common Stock						6,000	I	By Daughters

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

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(9-02)

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. 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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Performance Shares	(10)	12/08/2015		A	28,888 (10)	(10) 12/30/2018	Common Stock
Non-qualified Stock Option (Right to Buy)	\$ 27.97	12/08/2015		M	25,000 (2)	03/01/2009 01/29/2019	Common Stock

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

FLATLEY JAY T
5200 ILLUMINA WAY
SAN DIEGO, CA 92122

Chief Executive Officer

Signatures

By: Scott M. Davies for Jay T.
Flatley

12/10/2015

__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) Grant of restricted stock units that vest as follows: 25% of the shares subject to the award become vested on November 5, 2016, November 5, 2017, November 5, 2018, and November 5, 2019, subject to awardee's continuing to be a service provider on such dates.
 - (2) The sale was made pursuant to a 10b5-1 plan.
 - (3) Weighted average sale price representing 6,384 shares sold ranging from \$173.56 to \$174.53 per share. Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
 - (4) Weighted average sale price representing 2,851 shares sold ranging from \$174.59 to \$175.49 per share. Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
 - (5) Weighted average sale price representing 463 shares sold ranging from \$175.65 to \$176.32 per share. Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
 - (6) Weighted average sale price representing 4,068 shares sold ranging from \$176.68 to \$177.58 per share. Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
 - (7) Weighted average sale price representing 3,270 shares sold ranging from \$177.75 to \$178.73 per share. Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
 - (8) Weighted average sale price representing 1,764 shares sold ranging from \$178.78 to \$179.72 per share. Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
 - (9) Weighted average sale price representing 6,200 shares sold ranging from \$179.80 to \$180.41 per share. Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
 - (10) Each performance stock unit represents a contingent right to receive one share of common stock based on the Company's earnings per share for the fiscal year ending December 30, 2018. The number of shares issued will range from 0% to 150% of the amount specified above, based on the Company's actual earnings per share for the fiscal year ending December 30, 2018, relative to pre-defined objectives, subject to awardee's continuing to be a service provider on such dates.

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.