#### Edgar Filing: Andrews Patricia S - Form 4

Andrews Patric	ia S										
Form 4											
May 25, 2010											
<b>FORM</b>	4		GEGU					т	OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235	-0287	
Check this b if no longer									Janua	ry 31, 2005	
STATEMENT OF CHANGES IN BENEFICIAL C Section 16. Form 4 or Form 5 Eiled pursuant to Section 16(a) of the Securities Exch								Estimated burden hou response	urs per	0.5	
Form 5 obligations may continue. See Instruction 1(b). 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											
(Print or Type Res	ponses)										
1. Name and Adda Andrews Patric	2. Issuer Name <b>and</b> Ticker or Trading Symbol INCYTE CORP [INCY]			5. Relationship of Reporting Person(s) to Issuer							
(Last)	(First) (	Middle)	3. Date of Earliest Transaction				(Check all applicable)				
EXPERIMEN	(Month/Day/Year) 05/21/2010			Director 10% Owner X Officer (give title Other (specify							
STATION, RO HENRY CLA		D					below) Chief	below) Commercial Off	licer		
				iled(Month/Day/Year) Applicable Line) _X_ Form filed by C			One Reporting P	int/Group Filing(Check One Reporting Person Iore than One Reporting			
WILMINGTO	N, DE 19880						Person	More than One K	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non	-Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owne	d	
	Transaction Date onth/Day/Year)		Date, if	3. Transacti Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3,	(A) or of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al 1ip	
				Code V	Amount	(D) Price	(Instr. 5 und 1)				
Reminder: Report	on a separate line	e for each cl	ass of sec	urities ben	-	-	-				
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.SEC 1474 (9-02)											
	Tab					posed of, or convertible	Beneficially Owned securities)	I			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amoun
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed o (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D	) Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 12.46	05/21/2010		А	21,527	(1)	05/20/2017	Common Stock	21,5
Incentive Stock Option (right to buy)	\$ 12.46	05/21/2010		А	3,473	(1)	05/20/2017	Common Stock	3,4

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
FB	Director	10% Owner	Officer	Other		
Andrews Patricia S EXPERIMENTAL STATION ROUTE 141 AND HENRY CLAY RD WILMINGTON, DE 19880			Chief Commercial Officer			
Signatures						

### Signatures

/s/ Patricia S. 05/25/2010 Andrews

\*\*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).

Option vests in 25 installments, the first 33.33% vesting on May 21, 2011 and the remaining vesting in equal monthly installments during (1) the two year period thereafter. Vesting may be accelerated and exercise term may be extended upon occurrence of certain events.

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.