FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, [	D.C.	20549	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  Geary Richard S						2. Issuer Name and Ticker or Trading Symbol IONIS PHARMACEUTICALS INC [ IONS ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Other (specify					
(Last) 2855 GA	(Fi	*	(Middle	)		3. Date of Earliest Transaction (Month/Day/Year) 12/20/2023								X Officer (give title Other (spe below)  EVP, Chief Development Officer					
(Street)	BAD C	Α :	92010		_ 4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting					
(City)	y) (State) (Zip)					Rule 10b5-1(c) Transaction Indication													
	X	Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.																	
		Tab	le I - I	Non-Deri	vativ	e Sec	urit	ies A	cquire	ed, D	isposed o	of, or B	eneficia	lly Own	ed				
		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 an			Secu Bene Own	ficially d Following	Forr (D) d	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership				
						Code	v	Amount	(A) or (D)	Price		action(s) 3 and 4)			(Instr. 4)				
Common Stock			12/20/2	023				M		6,500	A	\$47.34	1	79,461		D			
Common Stock			12/20/2	/2023				S		6,500	D	\$49.637	4(1)	72,961	,961				
Common Stock 12/21/2			023			M		4,112	Α	\$47.34	1	7,073		D					
Common Stock 12/21/202				023				S		4,112	D	\$49.290	1(2)	72,961		D			
		Т	able						•	,	sposed of , converti	,		y Owne	i				
1. Title of Derivative Security (Instr. 3)	2. 3. Transaction 3A. Deemed 4. Conversion Date Execution Date, Tra		Transa Code	saction e (Instr. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable Expiration Date (Month/Day/Year)		ate	Amount of		8. Price of Derivativ Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)				
					Code	v	(A)	(D)	Date Exerc	isable	Expiration Date	Title	Amount or Number of Shares						
Non- Qualified Stock Option (right to buy)	\$47.34	12/20/2023			M			6,500	01/03	/2019	01/02/2024	Common Stock	6,500	\$0.0	4,112	2	D		
Non- Qualified Stock Option (right to	\$47.34	12/21/2023			M			4,112	01/03	/2021	01/02/2024	Common Stock	4,112	\$0.0	0		D		

## **Explanation of Responses:**

- 1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$49.40 to \$49.90 inclusive. The reporting person undertakes to provide to Ionis Pharmaceuticals, Inc. any security holder of Ionis Pharmaceuticals, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (1) on this Form 4.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$49.11 to \$49.50 inclusive. The reporting person undertakes to provide to Ionis Pharmaceuticals, Inc. any security holder of Ionis Pharmaceuticals, Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) on this Form 4.

By: Patrick R. O'Neil, attorneyin-fact For: Richard S. Geary

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.