SEC Form 4

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

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

OMB APPROVAL 3235-0287 OMB Number:

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1. Name and Addres	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol IONIS PHARMACEUTICALS INC [IONS]		ionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner		
<u>intointa bretta</u>	-				Director Officer (give title	Other (specify	
			2 Date of Farliant Transportion (Manth/Day/Maar)	X	below)	below)	
(Last)			3. Date of Earliest Transaction (Month/Day/Year) 01/01/2018		SVP, Antisense Drug	Discovery	
C/O IONIS PHARMACEUTICALS, INC.			01/01/2010		o vi, masche Drug	Discovery	
2855 GAZELLE COURT							
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group Filing (Check Applicable	
(Street)				Line)			
CARLSBAD	CA	92010		X	Form filed by One Report	ting Person	
	CA	<u> </u>			Form filed by More than (Person	One Reporting	
(City)	(State)	(Zip)					

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)	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/01/2018	01/01/2018	J ⁽¹⁾	v	156 ⁽¹⁾	Α	\$42.755	11,782	D	
Common Stock	01/02/2018	01/02/2018	S ⁽³⁾		163 ⁽³⁾	D	\$ <mark>50</mark>	11,619	D	

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. Transa Code (8)		5. Numb of Derivati Securiti Acquire (A) or Dispose of (D) (II 3, 4 and	ve es d ed nstr.	6. Date Exerci Expiration Dat (Month/Day/Ye	e	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative 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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		. ,		
Employee Stock Option (right to buy)	\$ 49.25	01/02/2018	01/02/2018	A		58,125		01/02/2019 ⁽²⁾	01/01/2025	Common Stock	58,125	\$0	58,125	D	

Explanation of Responses:

1. Reporting 156 shares acquired under the Ionis Pharmaceuticals, Inc. Amended and Restated 2000 Employee Stock Purchase Plan on January 1, 2018. These 156 shares may not be sold until July 2, 2018. 2. Grant of 1/2/2018 to reporting person of stock options under the Ionis Pharmaceuticals, Inc. 2011 Equity Incentive Plan. 25% of the shares subject to the option vest and become exercisable on 1/2/2019. Thereafter, the remaining shares subject to the option vest and become exercisable in 36 equal monthly installments, at the rate of 14,531 shares per year. Following this transaction, the option was exercisable as to 0 on 1/2/2018.

3. The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 7/31/2014.

Remarks:

/s/B. Lynne Parshall, attorney-

01/02/2018

** Signature of Reporting Person

in-fact

Date

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

* 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.