FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

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

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* HOUGEN ELIZABETH L				suer Name and Tick							Owner			
(Last)	(Eirct)	(Middle)							X	Officer (give title below)	Other below)	(specify)		
(Last) (First) (Middle) C/O IONIS PHARMACEUTICALS, INC. 2855 GAZELLE CT.				ate of Earliest Trans 23/2020	action (Month	/Day/Year)		EVP, Finance & CFO					
2000 GAZELEE CI.				Amendment, Date o	f Origin	al File	d (Month/Day/		6. Individual or Joint/Group Filing (Check Applicable					
(Street) CARLSBAD, CA 92010									Line) X	Form filed by One Form filed by Mor Person				
(City)	(State)	(Zip)												
Table I - Non-Deriv				ative Securities Acquired, Disposed of, or Beneficially Owned										
	Ta	able I - Non-	-Derivative	Securities Acc	quired	l, Di	sposed of,	or Ber	neficially	Owned				
1. Title of Security (2 Da	Transaction	Securities Acc 2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)	ction	4. Securities A Disposed Of (Acquired	(A) or	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
1. Title of Security (2 Da	Transaction ate	2A. Deemed Execution Date, if any	3. Transa Code (ction	4. Securities A	Acquired	(A) or	5. Amount of Securities Beneficially	Form: Direct (D) or Indirect	of Indirect Beneficial		
Title of Security (Common Stock		2. Da (M	Transaction ate	2A. Deemed Execution Date, if any	3. Transa Code (8)	ction Instr.	4. Securities A Disposed Of (Acquired D) (Instr.	(A) or 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Form: Direct (D) or Indirect	of Indirect Beneficial Ownership		
,		2. Da (M	Transaction ate Ionth/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)	ction Instr.	4. Securities A Disposed Of (Acquired D) (Instr. (A) or (D)	(A) or 3, 4 and 5) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership		
Common Stock		2. Da (M	Transaction ate fonth/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8) Code	ction Instr.	4. Securities A Disposed Of (Amount 13,125 ⁽¹⁾	(A) or (D)	(A) or 3, 4 and 5) Price \$39.87	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

М

S

4,320(4)

4,320(5)

Α

D

\$39.87

\$50.83(6)

36,815

32,495

11/24/2020

11/24/2020

11/24/2020

11/24/2020

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) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			vative urities uired or oosed o) (Instr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		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				
Non- Qualified Stock Option (right to buy)	\$39.87	11/23/2020	11/23/2020	М			13,125	01/02/2015	01/01/2021	Common Stock	0	\$0.0	31,875	D	
Non- Qualified Stock Option (right to buy)	\$39.87	11/23/2020	11/23/2020	М			5,875	01/02/2015	01/01/2021	Common Stock	0	\$0.0	26,000	D	
Non- Qualified Stock Option (right to buy)	\$39.87	11/24/2020	11/24/2020	М			4,320	01/02/2015	01/01/2021	Common Stock	0.0	\$0.0	21,680	D	

Explanation of Responses:

Common Stock

Common Stock

- 1. Acquired as a result of exercising a stock option that was scheduled to expire on 1/1/21. The purchase reported on this Form 4 was effected pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person on February 3, 2015.
- $2. \ Shares \ sold \ pursuant \ to \ a \ Rule \ 10b5-1 \ Trading \ Plan \ adopted \ by \ the \ reporting \ person \ on \ February \ 3, \ 2015.$
- 3. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$50.00 to \$50.25, 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 (3) of this Form 4.
- 4. Acquired as a result of exercising a stock option that was scheduled to expire on 1/1/21. The purchase reported on this Form 4 was effected pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person on October 2, 2020.
- 5. Shares sold pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person on October 2, 2020.
- 6. The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$50.50 to \$51.00, 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 (6) of this Form 4.

Remarks:

** Signature of Reporting Person

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.