SEC Form 4

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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

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

1. Name and Addre ECKER DA	ess of Reporting Pers VID J	son*	2. Issuer Name and Ticker or Trading Symbol <u>ISIS PHARMACEUTICALS INC</u> [ISIS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) C/O ISIS PHAI	(First) RMACEUTICAL	(Middle) S, INC.	3. Date of Earliest Transaction (Month/Day/Year) 04/07/2008	- X	Officer (give title below) Vice Presic	Other (specify below) <mark>lent</mark>			
1896 RUTHERFORD ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	6. Individual or Joint/Group Filing (Check Applicable				
(Street) CARLSBAD	СА	92008		Line)	Form filed by One Rep Form filed by More tha Person	orting Person			
(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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) (Instr.		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
			Code V		Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)		
Common Stock	04/07/2008	04/07/2008	M ⁽¹⁾		7,200 ⁽¹⁾	A	\$6.84	7,200	D			
Common Stock	04/07/2008	04/07/2008	M ⁽¹⁾		5,000 ⁽¹⁾	A	\$5.8	12,200	D			
Common Stock	04/07/2008	04/07/2008	S ⁽²⁾		7,200 ⁽²⁾	D	\$16.08	5,000	D			
Common Stock	04/07/2008	04/07/2008	S ⁽²⁾		2,500 ⁽²⁾	D	\$16.08	2,500	D			
Common Stock	04/07/2008	04/07/2008	S ⁽²⁾		2,500 ⁽²⁾	D	\$16.034	0	D			
Common Stock								30,213	Ι	By Trust		

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)		of		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				
Employee Stock Option (right to buy)	\$5.8	04/07/2008	04/07/2008	М			5,000	01/03/2006 ⁽³⁾	01/02/2012	Common Stock	5,000	\$0	18,496	D	
Employee Stock Option (right to buy)	\$6.84	04/07/2008	04/07/2008	М			7,200	01/02/2007	01/01/2013	Common Stock	7,200	\$0	5,300	D	

Explanation of Responses:

1. The purchase reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 1/31/08.

2. The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 1/31/08.

3. Grant of 1-3-05 to reporting person of stock options under the Isis Pharmaceuticals, Inc. 1989 Stock Option Plan. 25% of the shares subject to the option vested and became exercisable on 1-3-06. Thereafter, the remaining shares subject to the option vest and become exercisable in 36 equal monthly installments, at the rate of 7,230 shares per year. The option is exercisable as to 23,496 shares on 4-7-08 prior to the reported exercise.

Remarks:

/s/Stanley T. Crooke, Attorney-04/09/2008

In-Fact

** 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.