

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person* <u>BERTHELSEN SPENCER R</u>  (Last) (First) (Middle) <u>C/O IONIS PHARMACEUTICALS, INC.</u> <u>2855 GAZELLE COURT</u>  (Street) <u>CARLSBAD CA 92010</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>IONIS PHARMACEUTICALS INC [ IONS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>07/01/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Common Stock	07/01/2020	07/01/2020	M <sup>(1)</sup>		666 <sup>(1)</sup>	A	\$0	97,649	D	
Common Stock	07/01/2020	07/01/2020	M <sup>(1)</sup>		1,778 <sup>(1)</sup>	A	\$0	99,427	D	
Common Stock	07/02/2020	07/02/2020	M <sup>(1)</sup>		889 <sup>(1)</sup>	A	\$0	100,316	D	
Common Stock	07/06/2020	07/06/2020	M <sup>(1)</sup>		667 <sup>(1)</sup>	A	\$0	100,983	D	
Common Stock								70 <sup>(2)</sup>	I	By daughter

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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				
Restricted Stock Units	\$0 <sup>(3)</sup>	07/01/2020	07/01/2020	M			666	(4)	(4)	Common Stock	666	\$0	0	D	
Restricted Stock Units	\$0 <sup>(3)</sup>	07/01/2020	07/01/2020	M			1,778	(4)	(4)	Common Stock	1,778	\$0	5,332	D	
Restricted Stock Units	\$0 <sup>(3)</sup>	07/02/2020	07/02/2020	M			889	(4)	(4)	Common Stock	889	\$0	1,777	D	
Restricted Stock Units	\$0 <sup>(3)</sup>	07/06/2020	07/06/2020	M			667	(4)	(4)	Common Stock	667	\$0	666	D	
Restricted Stock Units	\$0 <sup>(3)</sup>	07/01/2020	07/01/2020	A		5,333		(5)	(5)	Common Stock	5,333	\$0	5,333	D	
Director Stock Option (right to buy)	\$60.2	07/01/2020	07/01/2020	A		12,000		07/01/2021 <sup>(6)</sup>	06/30/2030 <sup>(6)</sup>	Common Stock	12,000	\$0	12,000	D	

Explanation of Responses:

- Acquired pursuant to vesting and release of shares pursuant to Restricted Stock Unit awards.
- The reporting person disclaims beneficial ownership of all securities held by his daughter, and this report should not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- Each Restricted Stock Unit represents a contingent right to receive one share of Ionis common stock, or its equivalent cash value.
- These Restricted Stock Units vest in four equal annual installments. Upon vesting, the Restricted Stock Units will be paid out in whole shares of Ionis common stock or cash as may be determined by the Company.
- Grant of July 1, 2020 to reporting person of Restricted Stock Unit award under the Amended and Restated Ionis Pharmaceuticals, Inc. 2002 Non-Employee Directors' Stock Option Plan. These Restricted Stock Units vest 100% on either the first anniversary of the date of grant or the next regularly scheduled annual meeting of stockholders of the Company, whichever occurs earlier, and will be delivered to the reporting person on the July 15th following the vesting date. The Restricted Stock Unit is vested as to 0 shares on July 1, 2020.
- Grant of July 1, 2020 to reporting person of stock options under the Amended and Restated Ionis Pharmaceuticals, Inc. 2002 Non-Employee Directors' Stock Option Plan. 100% of the shares subject to the option vest and become exercisable on either the first anniversary of the date of grant or the next regularly scheduled annual meeting of stockholders of the Company, whichever occurs earlier. The option is exercisable to 0 shares on July 1, 2020.

Remarks:

/s/Patrick R. O'Neil, attorney-in-fact 07/06/2020

\*\* Signature of Reporting Person Date

\* 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.

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