

ILLUMINA INC
Form 4
October 14, 2008

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
FLATLEY JAY T

(Last) (First) (Middle)
9885 TOWNE CENTRE DR
(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ILLUMINA INC [ILMN]

3. Date of Earliest Transaction
(Month/Day/Year)
10/09/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 or Price | | |
| Common Stock | 10/09/2008 | | M | | 7,500 (1) | A | \$ 1.385 857,126 D |
| Common Stock | 10/09/2008 | | S | | 7,500 (1) | D | \$ 30.629 849,626 (2) (3) D |
| Common Stock | 10/09/2008 | | M | | 1,666 (1) | A | \$ 2.995 851,292 D |
| Common Stock | 10/09/2008 | | S | | 1,666 (1) | D | \$ 30.785 849,626 (3) (4) D |
| | 10/09/2008 | | M | | | A | \$ 2.995 852,124 D |

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| | | | | | | | |
|--------------|------------|---|---------------------|---|-----------------------------|---------------------|---|
| Common Stock | | | 2,498 <u>(1)</u> | | | | |
| Common Stock | 10/09/2008 | S | 2,498 <u>(1)</u> | D | \$ 30.838 <u>(3) (5)</u> | 849,626 | D |
| Common Stock | 10/09/2008 | M | 1,666 <u>(1)</u> | A | \$ 2.995 | 851,292 | D |
| Common Stock | 10/09/2008 | S | 1,666 <u>(1)</u> | D | \$ 30.876 <u>(3) (6)</u> | 849,626 | D |
| Common Stock | 10/09/2008 | M | 1,666 <u>(1)</u> | A | \$ 2.995 | 851,292 | D |
| Common Stock | 10/09/2008 | S | 1,666 <u>(1)</u> | D | \$ 31.299 <u>(3) (7)</u> | 849,626 | D |
| Common Stock | 10/09/2008 | M | 1,666 <u>(1)</u> | A | \$ 2.995 | 851,292 | D |
| Common Stock | 10/09/2008 | S | 1,666 <u>(1)</u> | D | \$ 31.512 <u>(3) (8)</u> | 849,626 | D |
| Common Stock | 10/09/2008 | M | 1,666 <u>(1)</u> | A | \$ 2.995 | 851,292 | D |
| Common Stock | 10/09/2008 | S | 1,666 <u>(1)</u> | D | \$ 31.593 <u>(3) (9)</u> | 849,626 | D |
| Common Stock | 10/09/2008 | M | 1,666 <u>(1)</u> | A | \$ 2.995 | 851,292 | D |
| Common Stock | 10/09/2008 | S | 1,666 <u>(1)</u> | A | \$ 31.85 | 849,626 | D |
| Common Stock | 10/09/2008 | M | 6 <u>(1)</u> | A | \$ 2.995 | 849,632 | D |
| Common Stock | 10/09/2008 | S | 6 <u>(1)</u> | D | \$ 31.85 | 849,626 <u>(10)</u> | D |

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

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(9-02)

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

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| 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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| Non-Qualified Stock Option (right to buy) | \$ <u>1.385</u> ⁽¹¹⁾ | 10/09/2008 | | M | 7,500 ⁽¹⁾ | 03/10/2003 | 02/10/2013 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ <u>2.995</u> ⁽¹²⁾ | 10/09/2008 | | M | 1,666 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 2.995 | 10/09/2008 | | M | 2,498 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 2.995 | 10/09/2008 | | M | 1,666 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |
| Non-Qualified Stock Option | \$ 2.995 | 10/09/2008 | | M | 1,666 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |
| Non-Qualified Stock Option | \$ 2.995 | 10/09/2008 | | M | 1,666 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |
| Non-Qualified Stock Option | \$ 2.995 | 10/09/2008 | | M | 1,666 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |
| Non-Qualified Stock Option | \$ 2.995 | 10/09/2008 | | M | 1,666 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |
| Non-Qualified Stock Option | \$ 2.995 | 10/09/2008 | | M | 6 ⁽¹⁾ | 09/27/2008 ⁽¹³⁾ | 09/27/2011 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FLATLEY JAY T 9885 TOWNE CENTRE DR SAN DIEGO, CA 92121 | | | President and CEO | |

Signatures

Octavio Espinoza for Jay T.
Flatley

10/14/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Sale made pursuant to 10(b)5-1 plan.
- (2) Weighted average sale price representing 7,500 shares sold ranging from \$30.50 to \$30.78 per share.
- (3) Number of shares sold at each separate price will be made available to the SEC staff, the issuer, or a security holder of the issuer upon request.
- (4) Weighted average sale price representing 1,666 shares sold ranging from \$30.78 to \$30.81 per share.
- (5) Weighted average sale price representing 2,498 shares sold ranging from \$30.81 to \$30.85 per share.
- (6) Weighted average sale price representing 1,666 shares sold ranging from \$30.85 to \$31.00 per share.
- (7) Weighted average sale price representing 1,666 shares sold ranging from \$31.00 to \$31.50 per share.
- (8) Weighted average sale price representing 1,666 shares sold ranging from \$31.50 to \$31.53 per share.
- (9) Weighted average sale price representing 1,666 shares sold ranging from \$31.53 to \$31.85 per share.
- (10) On Sept. 22, 2008, the common stock of Illumina Inc. split 2 for 1 resulting in Reporting Person's ownership of 439,813 additional shares.
- (11) This option was previously reported as covering 150,000 shares at an exercise price of \$2.77 per share, and was adjusted for the stock split that occurred on Sept. 22, 2008.
- (12) This option was previously reported as covering 10,000 shares at an exercise price of \$5.99 per share, and was adjusted for the stock split that occurred on Sept. 22, 2008.
- (13) One-twelfth of shares subject to option became exercisable on 9/27/08. An additional one-twelfth shall become exercisable each full month thereafter, subject to Reporting Person's continuing to be a service provide on such date.

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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