

HENRY CHRISTIAN O
Form 4
February 24, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
HENRY CHRISTIAN O

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

SAN DIEGO, CA 92121-1975

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/22/2011

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)
Sr VP & CFO

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 (A) or (D) Price		
Common Stock	02/22/2011		M		2,894 (1) \$ 5.23	D	
Common Stock	02/22/2011		S		2,894 (1) \$ 70.8 (2)	D	
Common Stock	02/22/2011		M		2,106 (1) \$ 5.23	D	
Common Stock	02/22/2011		S		2,106 (1) \$ 71.7237 (3)	D	
Common Stock	02/22/2011		M		4,260 (1) \$ 20.04	D	

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Common Stock	02/22/2011	S	4,260 <u>(1)</u>	D	\$ <u>(4)</u>	70.7952	29,455	D
Common Stock	02/22/2011	M	3,240 <u>(1)</u>	A	\$ 20.04		32,695	D
Common Stock	02/22/2011	S	3,240 <u>(1)</u>	D	\$ 72.07 <u>(5)</u>		29,455	D
Common Stock	02/22/2011	M	3,085 <u>(1)</u>	A	\$ 32.485		32,540	D
Common Stock	02/22/2011	S	3,085 <u>(1)</u>	D	\$ <u>(6)</u>	70.8442	29,455	D
Common Stock	02/22/2011	M	1,915 <u>(1)</u>	A	\$ 32.485		31,370	D
Common Stock	02/22/2011	S	1,915 <u>(1)</u>	D	\$ <u>(7)</u>	71.7702	29,455	D

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

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SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 5.23	02/22/2011		M	5,000 <u>(1)</u>	06/06/2006 06/06/2015	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 20.04	02/22/2011		M	7,500 <u>(1)</u>	02/25/2007 01/25/2017	Common Stock	7,500
	\$ 32.485	02/22/2011		M		02/29/2008 01/29/2018		5,000

Non-Qualified Stock Option (right to buy)	5,000 <u>(1)</u>	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HENRY CHRISTIAN O 9885 TOWNE CENTRE DRIVE SAN DIEGO, CA 92121-1975			Sr VP & CFO	

Signatures

By: Scott M. Davies For: Christian O.
Henry 02/24/2011

__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) The sale was made pursuant to a 10b5-1 plan.
- (2) Weighted average sale price representing 2,894 shares sold ranging from \$70.33 to \$71.26 per share. 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.
- (3) Weighted average sale price representing 2,106 shares sold ranging from \$71.39 to \$72.07 per share. 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 4,260 shares sold ranging from \$70.35 to \$71.21 per share. 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.
- (5) Weighted average sale price representing 3,240 shares sold ranging from \$71.36 to \$72.07 per share. 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.
- (6) Weighted average sale price representing 3,085 shares sold ranging from \$70.45 to \$71.40 per share. 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.
- (7) Weighted average sale price representing 1,915 shares sold ranging from \$71.45 to \$72.06 per share. 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.