

ILLUMINA INC
Form 4/A
April 20, 2005

FORM 4

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

OMB APPROVAL

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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).

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 *
Kersey Alan

(Last) (First) (Middle)
9885 TOWNE CENTRE DRIVE
(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)
04/08/2005

4. If Amendment, Date Original Filed(Month/Day/Year)
04/12/2005

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
V.P. & Site Manager

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 04/08/2005 | | A | (A) or (D) Amount 67,082 (1) | \$ 0 67,082 (2) | D | |
| Common Stock | 04/08/2005 | | A | (A) or (D) Amount 2,737 (3) | \$ 0 2,737 (4) | I | by Trust |

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)

| 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Incentive Stock Option (right to buy) | \$ 1.84 ⁽⁵⁾ | 04/08/2005 | | A | 10,762 ⁽⁶⁾ | 04/08/2005 ⁽⁷⁾ 12/19/2013 ⁽⁸⁾ | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Kersey Alan 9885 TOWNE CENTRE DRIVE SAN DIEGO, CA 92121 | | | V.P. & Site Manager | |

Signatures

By: Connie Brick For: Alan D. Kersey 04/20/2005

__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) Received in exchange for 49 shares of common stock of CyVera Corporation, a Delaware corporation ("CyVera"), in connection with Illumina's acquisition of CyVera through the merger of CyVera with a wholly-owned subsidiary of Illumina (the "Merger") pursuant to the Agreement and Plan of Merger entered into as of February 22, 2005, by and among Illumina, a wholly-owned subsidiary of Illumina and CyVera (the "Merger Agreement"). The Merger Agreement, placed a value on Illumina's common stock of \$9.1809 per share. The original Form 4, filed April 12, 2005, incorrectly reported the number of shares acquired as 67,051.
- (2) Of the 67,082 shares, 12,748 shares are currently being held in escrow and are subject to forfeiture during the one-year period following the Merger to satisfy claims that may arise as a result of a breach of CyVera's representations and warranties or covenants in the Merger Agreement. The original Form 4, filed April 12, 2005, incorrectly reported the number of shares acquired as 67,051 and the number of shares held in escrow as 10,556.
- (3) Received in exchange for 2 shares of CyVera's common stock, in connection with the Merger. The Merger Agreement placed a value on Illumina's common stock of \$9.1809 per share. The Reporting Person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all the reported shares for purposes of Section 16 or for any other purpose. The original Form 4, filed April 12, 2005, incorrectly reported the number of shares acquired as 2,736.

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- Of the 2,737 shares, 520 shares are currently being held in escrow and are subject to forfeiture during the one-year period following the
- (4) Merger to satisfy claims that may arise as a result of a breach of CyVera's representations and warranties or covenants in the Merger Agreement. The original Form 4, filed April 12, 2005, incorrectly reported the number of shares acquired as 2,736 and the number of shares held in escrow as 431.
 - (5) The original Form 4, filed April 12, 2005, and an amended Form 4, filed April 15, 2005, incorrectly reported the exercise price as \$1.833. Received pursuant to the Merger Agreement in exchange for an employee stock option to acquire 7.864 shares of CyVera's common stock at an exercise price of \$2,508 per share. The original Form 4, filed April 12, 2005, and an amended Form 4, filed April 15, 2005, incorrectly reported the number of shares acquired as 10,761.
 - (7) 2,743 of the shares subject to the option are exercisable on the date indicated. Of the 8,019 remaining option shares, 243 shares become exercisable at the end of each month beginning April 31, 2005, subject to the Reporting Person's continuing to be a Service Provider on such dates; however, the option may become fully exercisable under certain circumstances. The original Form 4, filed April 12, 2005, and an amended Form 4, filed April 15, 2005, incorrectly reported the number of shares currently exercisable as 2,742.
 - (8) The original Form 4, filed April 12, 2005, incorrectly reported the Expiration Date as April 8, 2015.

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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