

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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	
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1. Name and Address of Reporting Person * <u>PARSHALL B LYNNE</u>  (Last) (First) (Middle) <u>C/O ISIS 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>ISIS PHARMACEUTICALS INC [ ISIS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>COO &amp; Secretary</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>12/23/2013</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	12/23/2013	12/23/2013	M <sup>(1)</sup>		48,229 <sup>(1)</sup>	A	\$14.47	49,185	D	
Common Stock	12/23/2013	12/23/2013	S <sup>(1)</sup>		48,229 <sup>(1)</sup>	D	\$41.681	956	D	
Common Stock	12/23/2013	12/23/2013	M <sup>(1)</sup>		1,771 <sup>(1)</sup>	A	\$11.27	2,727	D	
Common Stock	12/23/2013	12/23/2013	S <sup>(1)</sup>		1,771 <sup>(1)</sup>	D	\$41.681	956	D	
Common Stock	12/24/2013	12/24/2013	M <sup>(1)</sup>		20,000 <sup>(1)</sup>	A	\$11.27	20,956	D	
Common Stock	12/24/2013	12/24/2013	S <sup>(1)</sup>		20,000 <sup>(1)</sup>	D	\$40.996	956	D	

**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
Employee Stock Option (right to buy)	\$14.47	12/23/2013	12/23/2013	M			48,229	01/02/2013	01/01/2016	Common Stock	48,229	\$0	0	D	
Employee Stock Option (right to buy)	\$11.27	12/23/2013	12/23/2013	M			1,771	01/04/2014	01/03/2017	Common Stock	1,771	\$0	61,783	D	
Employee Stock Option (right to buy)	\$11.27	12/24/2013	12/24/2013	M			20,000	01/04/2014	01/03/2017	Common Stock	20,000	\$0	41,783	D	

**Explanation of Responses:**

1. Acquired as a result of exercising a stock option pursuant to Rule 10b5-1 Trading Plan. The purchase and sale reported on this Form 4 was effective pursuant to Rule 10b5-1 Trading Plan adopted by the reporting person on 11/22/13.

**Remarks:**

/s/B. Lynne Parshall 12/24/2013  
 \*\* 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.