

**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	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <b>CROOKE STANLEY T</b>  (Last) (First) (Middle) <b>C/O ISIS PHARMACEUTICALS, INC.</b> <b>2855 GAZELLE COURT</b>  (Street) <b>CARLSBAD CA 92010</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>ISIS PHARMACEUTICALS INC [ ISIS ]</b>	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) <b>Chairman and CEO</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>07/15/2013</b>	
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	07/15/2013	07/15/2013	M <sup>(1)</sup>		10,000 <sup>(1)</sup>	A	\$11.12	11,661	D	
Common Stock	07/15/2013	07/15/2013	S <sup>(1)</sup>		10,000 <sup>(1)</sup>	D	\$34.048	1,661	D	
Common Stock	07/15/2013	07/15/2013	M <sup>(1)</sup>		10,000 <sup>(1)</sup>	A	\$11.12	11,661	D	
Common Stock	07/15/2013	07/15/2013	S <sup>(1)</sup>		10,000 <sup>(1)</sup>	D	\$33.805	1,661	D	
Common Stock	07/15/2013	07/15/2013	M <sup>(1)</sup>		10,000 <sup>(1)</sup>	A	\$11.12	11,661	D	
Common Stock	07/15/2013	07/15/2013	S <sup>(1)</sup>		10,000 <sup>(1)</sup>	D	\$33.565	1,661	D	
Common Stock	07/16/2013	07/16/2013	M <sup>(1)</sup>		6,000 <sup>(1)</sup>	A	\$11.12	7,661	D	
Common Stock	07/16/2013	07/16/2013	S <sup>(1)</sup>		6,000 <sup>(1)</sup>	D	\$33.307	1,661	D	
Common Stock	07/17/2013	07/17/2013	M <sup>(2)</sup>		8,256 <sup>(2)</sup>	A	\$15.38	8,430	I	By Wife
Common Stock	07/17/2013	07/17/2013	S <sup>(2)</sup>		8,256 <sup>(2)</sup>	D	\$31.22	174	I	By Wife
Common Stock	07/17/2013	07/17/2013	M <sup>(2)</sup>		44 <sup>(2)</sup>	A	\$15.38	218	I	By Wife
Common Stock	07/17/2013	07/17/2013	S <sup>(2)</sup>		44 <sup>(2)</sup>	D	\$31.96	174	I	By Wife
Common Stock	07/17/2013	07/17/2013	M <sup>(3)</sup>		5,000 <sup>(3)</sup>	A	\$9.92	5,174	I	By Wife
Common Stock	07/17/2013	07/17/2013	S <sup>(3)</sup>		5,000 <sup>(3)</sup>	D	\$31.96	174	I	By Wife
Common Stock								775,391	I	By Trust

**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)	\$11.12	07/15/2013	07/15/2013	M			30,000	01/02/2011	01/01/2014	Common Stock	30,000	\$0	124,740	D	
Employee Stock Option (right to buy)	\$11.12	07/16/2013	07/16/2013	M			6,000	01/02/2011	01/01/2014	Common Stock	6,000	\$0	118,740	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	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$15.38	07/17/2013	07/17/2013	M			8,300	01/02/2012	01/01/2015	Common Stock	8,300	\$0	0	I	By Wife
Employee Stock Option (right to buy)	\$9.92	07/17/2013	07/17/2013	M			5,000	05/01/2011	04/30/2014	Common Stock	5,000	\$0	0	I	By Wife

**Explanation of Responses:**

1. Acquired as a result of exercising a stock option that was scheduled to expire on 1/1/14. The purchase and sale reported on this Form 4 was effective pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person on 6/27/12.
2. Acquired as a result of exercising a stock option that was scheduled to expire on 1/1/15. The purchase and sale reported on this Form 4 was effective pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person's wife on 2/4/13.
3. Acquired as a result of exercising a stock option that was scheduled to expire on 4/30/14. The purchase and sale reported on this Form 4 was effective pursuant to a Rule 10b5-1 Trading Plan adopted by the reporting person's wife on 6/27/12.

**Remarks:**

/s/B. Lynne Parshall, attorney-in-fact      07/17/2013

\*\* 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.

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