

WALT DAVID R
Form 4
June 09, 2006

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 *
WALT DAVID R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
06/08/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

SAN DIEGO, CA 92121

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

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	06/08/2006	06/08/2006	S	100 ⁽¹⁾ D \$ 26.54	878,784	D	
Common Stock	06/08/2006	06/08/2006	S	100 ⁽¹⁾ D \$ 26.55	878,684	D	
Common Stock	06/08/2006	06/08/2006	S	91 ⁽¹⁾ D \$ 26.56	878,593	D	
Common Stock	06/08/2006	06/08/2006	S	200 ⁽¹⁾ D \$ 26.57	878,393	D	
Common Stock	06/08/2006	06/08/2006	S	200 ⁽¹⁾ D \$ 26.59	878,193	D	
	06/08/2006	06/08/2006	S	100 ⁽¹⁾ D	878,093	D	

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Common Stock						\$ 26.63			
Common Stock	06/08/2006	06/08/2006	S	100 ⁽¹⁾	D	\$ 26.65	877,993	D	
Common Stock	06/08/2006	06/08/2006	S	100 ⁽¹⁾	D	\$ 26.72	877,893	D	
Common Stock	06/08/2006	06/08/2006	S	100 ⁽¹⁾	D	\$ 26.74	877,793	D	
Common Stock							11,540	I	by Daughter
Common Stock							303,980	I	by Spouse
Common Stock							20,000	I	by Trust

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

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 control number.

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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)		
						Date Exercisable	Expiration Date	Title	
						Code	V	(A)	(D)
Non-Qualified Stock Option (right to buy)	\$ 26.6	06/08/2006		A	8,000	06/08/2007 ⁽²⁾	06/08/2016	Common Stock	8

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X			

WALT DAVID R
9885 TOWNE CENTRE DRIVE
SAN DIEGO, CA 92121

Signatures

By: Jeffrey Eidel For: David R.

Walt

06/09/2006

__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.

- 100% of the shares subject to the option shall vest and become exercisable on the earlier of (i) the one year anniversary of the date of grant of the option and (ii) the date immediately preceding the date of the annual meeting of the company's stockholders for the year following the year of grant of the option, provided that the optionee continues to serve as a director 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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