

Edgar Filing: ILLUMINA INC - Form SC 13G/A

ILLUMINA INC
Form SC 13G/A
January 06, 2015

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Schedule 13G/A

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c)
AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2
UNDER THE SECURITIES EXCHANGE ACT OF 1934*

(Amendment No. 1)

Illumina, Inc.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

452327109
(CUSIP Number)

January 2, 2015
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:

☐ Rule 13d-1(b)
☒ Rule 13d-1(c)
☐ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting
person's initial filing on this form with respect to the subject class of
securities, and for any subsequent amendment containing information which
would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not
be deemed to be "filed" for the purpose of Section 18 of the Securities
Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that
section of the Act but shall be subject to all other provisions of the Act
(however, see the Notes).

Schedule 13G/A

PAGE 2 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Viking Global Investors LP

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(3) SEC USE ONLY	
(4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES	(5) SOLE VOTING POWER 0
BENEFICIALLY OWNED BY	(6) SHARED VOTING POWER 8,189,589
EACH REPORTING	(7) SOLE DISPOSITIVE POWER 0
PERSON WITH	(8) SHARED DISPOSITIVE POWER 8,189,589
(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,189,589	
(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []	
(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.8%	
(12) TYPE OF REPORTING PERSON PN	

Schedule 13G/A

PAGE 3 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Viking Global Performance LLC	
(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [x]	
(3) SEC USE ONLY	
(4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES	(5) SOLE VOTING POWER 0

Edgar Filing: ILLUMINA INC - Form SC 13G/A

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(6)	SHARED VOTING POWER 5,478,198
	(7)	SOLE DISPOSITIVE POWER 0
	(8)	SHARED DISPOSITIVE POWER 5,478,198
(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 5,478,198		
(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []		
(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 3.9%		
(12) TYPE OF REPORTING PERSON OO		

Schedule 13G/A

PAGE 4 of 21

CUSIP No. 452327109

(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Viking Global Equities LP
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [x]
(3)	SEC USE ONLY
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

NUMBER OF SHARES	(5)	SOLE VOTING POWER 0
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(6)	SHARED VOTING POWER 1,868,070
	(7)	SOLE DISPOSITIVE POWER 0
	(8)	SHARED DISPOSITIVE POWER 1,868,070

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,868,070	
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 1.3%	
(12)	TYPE OF REPORTING PERSON PN	

Schedule 13G/A

PAGE 5 of 21

CUSIP No. 452327109

(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Viking Global Equities II LP	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) [] (b) [x]
(3)	SEC USE ONLY	
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware	
NUMBER OF SHARES	(5) SOLE VOTING POWER 0	
BENEFICIALLY OWNED BY	(6) SHARED VOTING POWER 109,565	
EACH REPORTING	(7) SOLE DISPOSITIVE POWER 0	
PERSON WITH	(8) SHARED DISPOSITIVE POWER 109,565	
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 109,565	
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%	

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(12) TYPE OF REPORTING PERSON
PN

Schedule 13G/A

PAGE 6 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
VGE III Portfolio Ltd.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 3,500,563

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
3,500,563

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
3,500,563

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES ☐

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
2.5%

(12) TYPE OF REPORTING PERSON
CO

Schedule 13G/A

PAGE 7 of 21

CUSIP No. 452327109

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Viking Long Fund GP LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 2,245,691

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
2,245,691

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
2,245,691

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES

☐

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
1.6%

(12) TYPE OF REPORTING PERSON
OO

Schedule 13G/A

PAGE 8 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Viking Long Fund Master Ltd.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) ☐
(b) ☒

(3) SEC USE ONLY

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Cayman Islands

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 2,245,691

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
2,245,691

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
2,245,691

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES []

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
1.6%

(12) TYPE OF REPORTING PERSON
CO

Schedule 13G/A

PAGE 9 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Viking Global Opportunities GP LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) []
(b) [x]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 465,700

Edgar Filing: ILLUMINA INC - Form SC 13G/A

EACH	(7)	SOLE DISPOSITIVE POWER	
		0	
REPORTING			
PERSON WITH	(8)	SHARED DISPOSITIVE POWER	
		465,700	
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 465,700		
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		[]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.3%		
(12)	TYPE OF REPORTING PERSON OO		

Schedule 13G/A

PAGE 10 of 21

CUSIP No. 452327109

(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON VGO Portfolio GP LLC		
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) [] (b) [x]
(3)	SEC USE ONLY		
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
NUMBER OF	(5)	SOLE VOTING POWER	
SHARES		0	
BENEFICIALLY	(6)	SHARED VOTING POWER	
OWNED BY		465,700	
EACH	(7)	SOLE DISPOSITIVE POWER	
REPORTING		0	
PERSON WITH	(8)	SHARED DISPOSITIVE POWER	
		465,700	
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 465,700		

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.3%	
(12)	TYPE OF REPORTING PERSON OO	

Schedule 13G/A

PAGE 11 of 21

CUSIP No. 452327109

(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON VGO Liquid Portfolio Sub-Master LP	
(2)	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [x]	
(3)	SEC USE ONLY	
(4)	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands	
NUMBER OF SHARES	(5) SOLE VOTING POWER 0	
BENEFICIALLY OWNED BY	(6) SHARED VOTING POWER 465,700	
EACH REPORTING	(7) SOLE DISPOSITIVE POWER 0	
PERSON WITH	(8) SHARED DISPOSITIVE POWER 465,700	
(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 465,700	
(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.3%	
(12)	TYPE OF REPORTING PERSON PN	

Edgar Filing: ILLUMINA INC - Form SC 13G/A

Schedule 13G/A

PAGE 12 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON	
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
O. Andreas Halvorsen	
(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
	(a) ☐
	(b) ☒
(3) SEC USE ONLY	
(4) CITIZENSHIP OR PLACE OF ORGANIZATION	
Norway	
NUMBER OF	(5) SOLE VOTING POWER
SHARES	0
BENEFICIALLY	(6) SHARED VOTING POWER
OWNED BY	8,189,589
EACH	(7) SOLE DISPOSITIVE POWER
REPORTING	0
PERSON WITH	(8) SHARED DISPOSITIVE POWER
	8,189,589
(9) AGGREGATE AMOUNT BENEFICIALLY OWNED	
BY EACH REPORTING PERSON	
8,189,589	
(10) CHECK BOX IF THE AGGREGATE AMOUNT	
IN ROW (9) EXCLUDES CERTAIN SHARES	
☐	
(11) PERCENT OF CLASS REPRESENTED	
BY AMOUNT IN ROW (9)	
5.8%	
(12) TYPE OF REPORTING PERSON	
IN	

Schedule 13G/A

PAGE 13 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON	
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
David C. Ott	

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP		(a) ☐	(b) ☒
(3) SEC USE ONLY			
(4) CITIZENSHIP OR PLACE OF ORGANIZATION United States			
NUMBER OF SHARES	(5) SOLE VOTING POWER 0		
BENEFICIALLY OWNED BY	(6) SHARED VOTING POWER 8,189,589		
EACH REPORTING	(7) SOLE DISPOSITIVE POWER 0		
PERSON WITH	(8) SHARED DISPOSITIVE POWER 8,189,589		
(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,189,589			
(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []			
(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.8%			
(12) TYPE OF REPORTING PERSON IN			

Schedule 13G/A

PAGE 14 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Thomas W. Purcell, Jr.	
(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	
(a) ☐	(b) ☒
(3) SEC USE ONLY	

Edgar Filing: ILLUMINA INC - Form SC 13G/A

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
United States

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

BENEFICIALLY (6) SHARED VOTING POWER
OWNED BY 8,189,589

EACH (7) SOLE DISPOSITIVE POWER
REPORTING 0

PERSON WITH (8) SHARED DISPOSITIVE POWER
8,189,589

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED
BY EACH REPORTING PERSON
8,189,589

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES []

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)
5.8%

(12) TYPE OF REPORTING PERSON
IN

Schedule 13G/A

PAGE 15 of 21

CUSIP No. 452327109

(1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
Daniel S. Sundheim

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a) []
(b) [x]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
United States

NUMBER OF (5) SOLE VOTING POWER
SHARES 0

Edgar Filing: ILLUMINA INC - Form SC 13G/A

BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(6)	SHARED VOTING POWER 8,189,589	
	(7)	SOLE DISPOSITIVE POWER 0	
	(8)	SHARED DISPOSITIVE POWER 8,189,589	
	(9)	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,189,589	
	(10)	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	[]
	(11)	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 5.8%	
	(12)	TYPE OF REPORTING PERSON IN	

Schedule 13G/A

PAGE 16 of 21

CUSIP No. 452327109

ITEM 1(a). NAME OF ISSUER:
Illumina, Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
5200 Illumina Way
San Diego, California 92122

ITEM 2(a). NAME OF PERSON FILING:
Viking Global Investors LP ("VGI"),
Viking Global Performance LLC ("VGP"),
Viking Global Equities LP ("VGE"),
Viking Global Equities II LP ("VGEII"),
VGE III Portfolio Ltd. ("VGEIII"),
Viking Long Fund GP LLC ("VLFGP"),
Viking Long Fund Master Ltd. ("VLFM"),
Viking Global Opportunities GP LLC ("VGOGP"),
VGO Portfolio GP LLC ("VGOP"),
VGO Liquid Portfolio Sub-Master LP ("VGOLP"),
O. Andreas Halvorsen, David C. Ott, Thomas W. Purcell, Jr. and
Daniel S. Sundheim (collectively, the "Reporting Persons")

ITEM 2(b). ADDRESS OF PRINCIPAL OFFICE OR, IF NONE, RESIDENCE:
The business address of each of the Reporting Persons is
55 Railroad Avenue, Greenwich, Connecticut 06830.

ITEM 2(c). CITIZENSHIP:
VGI, VGE and VGEII are Delaware limited partnerships;
VGEIII and VLFM are Cayman Islands exempted companies;
VGP, VLFGP, VGOGP and VGOP are Delaware limited liability
companies; and VGOLP is a Cayman Islands exempted limited

Edgar Filing: ILLUMINA INC - Form SC 13G/A

partnership. O. Andreas Halvorsen is a citizen of Norway. David C. Ott, Thomas W. Purcell, Jr. and Daniel S. Sundheim are citizens of the United States.

ITEM 2(d). TITLE OF CLASS OF SECURITIES:
Common Stock ("Common Stock")

ITEM 2(e). CUSIP NUMBER: 452327109

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) ☐ Broker or dealer registered under Section 15 of the Act
- (b) ☐ Bank as defined in Section 3(a)(6) of the Act
- (c) ☐ Insurance Company as defined in Section 3(a)(19) of the Act
- (d) ☐ Investment Company registered under Section 8 of the Investment Company Act of 1940
- (e) ☐ Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940: see Rule 13d-1(b)(1)(ii)(E)
- (f) ☐ Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F)

Schedule 13G/A

PAGE 17 of 21

CUSIP No. 452327109

- (g) ☐ Parent Holding Company, in accordance with Rule 13d-1(b)(ii)(G)
- (h) ☐ Savings Associations as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i) ☐ Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940
- (j) ☐ A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J)
- (k) ☐ Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

ITEM 4. OWNERSHIP.

A. VGI

- (a) Amount beneficially owned: 8,189,589
- (b) Percent of class: 5.8%

The percentages used herein and in this Item 4 are calculated based

Edgar Filing: ILLUMINA INC - Form SC 13G/A

upon the Company's Form 10-Q for the quarterly period ended September 28, 2014 filed on October 29, 2014, which states that as of October 8, 2014 there were 142,000,000 shares of Common Stock outstanding.

- (c) Number of shares as to which such person has:
- (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
8,189,589
 - (iii) sole power to dispose or to direct the disposition
of 0
 - (iv) shared power to dispose or to direct the disposition
of 8,189,589

VGI provides managerial services to VGE, VGEII, VGEIII, VLFM and VGOLP. VGI has the authority to dispose of and vote the shares of Common Stock.

Based on Rule 13d-3 of the Securities Exchange Act of 1934, as amended (the "Act"), VGI may be deemed to beneficially own the shares of Common Stock directly held by VGE, VGEII, VGEIII, VLFM and VGOLP. VGI does not directly own any shares of Common Stock.

Schedule 13G/A

PAGE 18 of 21

CUSIP No. 452327109

B. VGP

- (a) Amount beneficially owned: 5,478,198
- (b) Percent of class: 3.9%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
5,478,198
 - (iii) sole power to dispose or to direct the disposition
of 0
 - (iv) shared power to dispose or to direct the disposition
of 5,478,198

VGP, as the general partner of VGE and VGEII, has the authority to dispose of and vote the shares of Common Stock directly owned by VGE and VGEII. VGP serves as investment manager to VGEIII and has the authority to dispose of and vote the shares of Common Stock directly owned by VGEIII. VGP does not directly own any shares of Common Stock.

Based on Rule 13d-3 of the Act, VGP may be deemed to beneficially own the shares of Common Stock directly held by VGE, VGEII and VGEIII.

C. VLFGP

- (a) Amount beneficially owned: 2,245,691
- (b) Percent of class: 1.6%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
2,245,691

Edgar Filing: ILLUMINA INC - Form SC 13G/A

- (iii) sole power to dispose or to direct the disposition of 0
- (iv) shared power to dispose or to direct the disposition of 2,245,691

VLFGP serves as the investment manager of VLFM and has the authority to dispose of and vote the shares of Common Stock directly owned by VLFM. VLFGP does not directly own any shares of Common Stock.

Based on Rule 13d-3 of the Act, VLFGP may be deemed to beneficially own the shares of Common Stock directly held by VLFM.

D. VGOGP

- (a) Amount beneficially owned: 465,700
- (b) Percent of class: 0.3%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
465,700
 - (iii) sole power to dispose or to direct the disposition of 0
 - (iv) shared power to dispose or to direct the disposition of 465,700

VGOGP serves as the sole member of VGOP and has the authority to dispose of and vote the shares of Common Stock controlled by VGOP, which consists of the shares of Common Stock directly held by VGOLP. VGOGP does not directly own any shares of Common Stock.

Based on Rule 13d-3 of the Act, VGOGP may be deemed to beneficially own the shares of Common Stock controlled by VGOP, which consists of the shares of Common Stock directly held by VGOLP.

E. VGOP

- (a) Amount beneficially owned: 465,700
- (b) Percent of class: 0.3%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
465,700
 - (iii) sole power to dispose or to direct the disposition of 0
 - (iv) shared power to dispose or to direct the disposition of 465,700

VGOP serves as the general partner of VGOLP and has the authority to dispose of and vote the shares of Common Stock directly owned by VGOLP. VGOP does not directly own any shares of Common Stock.

Based on Rule 13d-3 of the Act, VGOP may be deemed to beneficially own the shares of Common Stock directly held by VGOLP.

Edgar Filing: ILLUMINA INC - Form SC 13G/A

Schedule 13G/A

PAGE 19 of 21

CUSIP No. 452327109

F. VGE

- (a) Amount beneficially owned: 1,868,070
- (b) Percent of class: 1.3%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
1,868,070
 - (iii) sole power to dispose or to direct the disposition
of 0
 - (iv) shared power to dispose or to direct the disposition
of 1,868,070

VGE has the authority to dispose of and vote the shares of Common Stock directly owned by it, which power may be exercised by its general partner, VGP, and by VGI, an affiliate of VGP, which provides managerial services to VGE.

G. VGEII

- (a) Amount beneficially owned: 109,565
- (b) Percent of class: 0.1%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
109,565
 - (iii) sole power to dispose or to direct the disposition
of 0
 - (iv) shared power to dispose or to direct the disposition
of 109,565

VGEII has the authority to dispose of and vote the shares of Common Stock directly owned by it, which power may be exercised by its general partner, VGP, and by VGI, an affiliate of VGP, which provides managerial services to VGEII.

H. VGEIII

- (a) Amount beneficially owned: 3,500,563
- (b) Percent of class: 2.5%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
3,500,563
 - (iii) sole power to dispose or to direct the disposition
of 0
 - (iv) shared power to dispose or to direct the disposition
of 3,500,563

VGEIII has the authority to dispose of and vote the shares of Common Stock directly owned by it, which power may be exercised by its investment manager, VGP, and by VGI, an affiliate of VGP, which provides managerial services to VGEIII. Viking Global Equities III Ltd. (a Cayman Islands exempted company) invests substantially all of its assets through VGEIII.

I. VLFM

- (a) Amount beneficially owned: 2,245,691

Edgar Filing: ILLUMINA INC - Form SC 13G/A

- (b) Percent of class: 1.6%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
2,245,691
 - (iii) sole power to dispose or to direct the disposition
of 0
 - (iv) shared power to dispose or to direct the disposition
of 2,245,691

VLFM has the authority to dispose of and vote the shares of Common Stock directly owned by it, which power may be exercised by its investment manager, VLFGP, and by VGI, an affiliate of VLFGP, which provides managerial services to VLFM. Viking Long Fund LP (a Delaware limited partnership) and Viking Long Fund III Ltd. (a Cayman Islands exempted company), through its investment in Viking Long Fund Intermediate LP (a Cayman Islands limited partnership), invest substantially all of their assets through VLFM.

J. VGOLP

- (a) Amount beneficially owned: 465,700
- (b) Percent of class: 0.3%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
465,700
 - (iii) sole power to dispose or to direct the disposition
of 0
 - (iv) shared power to dispose or to direct the disposition
of 465,700

VGOLP has the authority to dispose of and vote the shares of Common Stock directly owned by it, which power may be exercised by its general partner, VGOP, and by VGI, an affiliate of VGOP, which provides managerial services to VGOLP. Viking Global Opportunities LP (a Delaware limited partnership) and Viking Global Opportunities III LP (a Cayman Islands exempted limited partnership), through its investment in Viking Global Opportunities Intermediate LP (a Cayman Islands exempted limited partnership), invest substantially all of their assets in Viking Global Opportunities Master LP (a Cayman Islands exempted limited partnership), which in turn invests through VGOLP.

Schedule 13G/A

PAGE 20 of 21

CUSIP No. 452327109

K. O. Andreas Halvorsen, David C. Ott, Thomas W. Purcell, Jr. and Daniel S. Sundheim

- (a) Amount beneficially owned: 8,189,589
- (b) Percent of class: 5.8%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote
0
 - (ii) shared power to vote or to direct the vote
8,189,589
 - (iii) sole power to dispose or to direct the disposition

Edgar Filing: ILLUMINA INC - Form SC 13G/A

of 0
(iv) shared power to dispose or to direct the disposition
of 8,189,589

Messrs. Halvorsen, Ott, Purcell and Sundheim, as
Executive Committee Members of VGI, VGP, VLFGP and VGOGP,
have shared authority to dispose of and vote the shares of
Common Stock beneficially owned by VGI, VGP, VLFGP and VGOGP.
None of Messrs. Halvorsen, Ott, Purcell and Sundheim directly
owns any shares of Common Stock.

Based on Rule 13d-3 of the Act, each may be deemed to beneficially
own the shares of Common Stock directly held by VGE, VGE II,
VGEIII, VLFM and VGOLP.

- ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.
If this statement is being filed to report the fact that as of the
date hereof the Reporting Persons has ceased to be the beneficial
owner of more than five percent of the class of securities,
check the following.[]
- ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.
Yes, see Item 4.
- ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED
THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.
Not applicable.
- ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.
Not applicable.
- ITEM 9. NOTICE OF DISSOLUTION OF GROUP.
Not applicable.
- ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(c))
By signing below each Reporting Person certifies that, to the best
of its knowledge and belief, the securities referred to above were not
acquired and are not held for the purpose of or with the effect of
changing or influencing the control of the issuer of the securities
and were not acquired and not held in connection with or as a
participant in any transaction having that purpose or effect.

Schedule 13G/A

PAGE 21 of 21

CUSIP No. 452327109

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief,
the undersigned certify that the information set forth in this statement is
true, complete and correct.

DATED: January 6, 2015

/s/ O. ANDREAS HALVORSEN
By: O. Andreas Halvorsen - individually and
as an Executive Committee Member of
VIKING GLOBAL PERFORMANCE LLC, on behalf
of itself and VIKING GLOBAL EQUITIES LP,
VIKING GLOBAL EQUITIES II LP and VGE III PORTFOLIO LTD.,
and as an Executive Committee Member of

Edgar Filing: ILLUMINA INC - Form SC 13G/A

Viking Global Partners LLC, on behalf of
VIKING GLOBAL INVESTORS LP, and as
an Executive Committee Member of
VIKING LONG FUND GP LLC, on behalf of itself
and VIKING LONG FUND MASTER LTD., and as
an Executive Committee Member of
VIKING GLOBAL OPPORTUNITIES GP LLC, on behalf
of itself and VGO PORTFOLIO GP LLC and
VGO LIQUID PORTFOLIO SUB-MASTER LP

/s/ DAVID C. OTT

By: David C. Ott - individually and
as an Executive Committee Member of
VIKING GLOBAL PERFORMANCE LLC, on behalf
of itself and VIKING GLOBAL EQUITIES LP,
VIKING GLOBAL EQUITIES II LP and VGE III PORTFOLIO LTD.,
and as an Executive Committee Member of
Viking Global Partners LLC, on behalf of
VIKING GLOBAL INVESTORS LP, and as
an Executive Committee Member of
VIKING LONG FUND GP LLC, on behalf of itself
and VIKING LONG FUND MASTER LTD., and as
an Executive Committee Member of
VIKING GLOBAL OPPORTUNITIES GP LLC, on behalf
of itself and VGO PORTFOLIO GP LLC and
VGO LIQUID PORTFOLIO SUB-MASTER LP

/s/ THOMAS W. PURCELL, JR.

By: Thomas W. Purcell, Jr. - individually and
as an Executive Committee Member of
VIKING GLOBAL PERFORMANCE LLC, on behalf
of itself and VIKING GLOBAL EQUITIES LP,
VIKING GLOBAL EQUITIES II LP and VGE III PORTFOLIO LTD.,
and as an Executive Committee Member of
Viking Global Partners LLC, on behalf of
VIKING GLOBAL INVESTORS LP, and as
an Executive Committee Member of
VIKING LONG FUND GP LLC, on behalf of itself
and VIKING LONG FUND MASTER LTD., and as
an Executive Committee Member of
VIKING GLOBAL OPPORTUNITIES GP LLC, on behalf
of itself and VGO PORTFOLIO GP LLC and
VGO LIQUID PORTFOLIO SUB-MASTER LP

/s/ DANIEL S. SUNDHEIM

By: Daniel S. Sundheim - individually and
as an Executive Committee Member of
VIKING GLOBAL PERFORMANCE LLC, on behalf
of itself and VIKING GLOBAL EQUITIES LP,
VIKING GLOBAL EQUITIES II LP and VGE III PORTFOLIO LTD.,
and as an Executive Committee Member of
Viking Global Partners LLC, on behalf of
VIKING GLOBAL INVESTORS LP, and as
an Executive Committee Member of
VIKING LONG FUND GP LLC, on behalf of itself
and VIKING LONG FUND MASTER LTD., and as
an Executive Committee Member of
VIKING GLOBAL OPPORTUNITIES GP LLC, on behalf
of itself and VGO PORTFOLIO GP LLC and
VGO LIQUID PORTFOLIO SUB-MASTER LP