

INVESTOR GROWTH CAPITAL LTD
 Form 4
 January 05, 2010

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 *
INVESTOR AB

2. Issuer Name and Ticker or Trading Symbol
**ACHILLION
 PHARMACEUTICALS INC
 [ACHN]**

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

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

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2009

ARSENALSGATAN 8C S-103,
 (Street)

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

STOCKHOLM, V7

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock <u>(1)</u>	12/31/2009		S		56,000	D	\$ 3.2095 (3)
							2,119,714
Common Stock <u>(2)</u>	12/31/2009		S		39,200	D	\$ 3.2095 (3)
							1,483,810

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

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SEC 1474 (9-02)

number.

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
INVESTOR AB ARSENALSGATAN 8C S-103 STOCKHOLM, V7		X		
INVESTOR GROWTH CAPITAL LTD CANADA COURT UPLAND ROAD, ST. PETER PORT GUERNSEY, CHANNEL ISLANDS, X0 GY1 3BQ		X		

Signatures

/s/ Michael
Oporto 01/05/2010
**Signature of Reporting Person Date

/s/ Stephen
Campe 01/05/2010
**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) 39,200 shares of Common Stock, par value \$0.001 (the "Common Stock"), were sold by Investor Growth Capital Limited and 16,800 shares of Common Stock were sold by Investor Group, L.P. The shares of Common Stock reported in Column 5 are held directly by Investor Growth Capital Limited and Investor Group, L.P. Investor Growth Capital Limited is an indirect wholly-owned subsidiary of Investor AB. Investor Group, L.P. is a limited partnership of which Investor AB is the indirect general partner. Investor AB may be

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deemed to beneficially own the securities held by Investor Growth Capital Limited and Investor Group, L.P. Investor AB disclaims beneficial ownership of such securities except to the extent of its pecuniary interest in such securities.

- (2) These shares of Common Stock were sold by Investor Growth Capital Limited.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$3.13 to \$3.24. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and

- (3) Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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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