

SHARP PHILIP A  
Form 3/A  
November 23, 2004

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

Â SHARP PHILIP A  
(Last) (First) (Middle)

C/O ALNYLAM  
PHARMACEUTICALS,  
INC.,Â 300 THIRD STREET  
(Street)

CAMBRIDGE,Â MAÂ 02142  
(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)  
05/27/2004

3. Issuer Name **and** Ticker or Trading Symbol

ALNYLAM PHARMACEUTICALS, INC. [ALNY]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

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

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

05/27/2004

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

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

Common Stock

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

221,052 <sup>(1)</sup>

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

D Â

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

**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.**

### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

4. Conversion  
or Exercise  
Price of  
Derivative

5. Ownership  
Form of  
Derivative  
Security:

6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

# Edgar Filing: SHARP PHILIP A - Form 3/A

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director	10% Owner	Officer	Other
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SHARP PHILIP A  
C/O ALNYLAM PHARMACEUTICALS, INC.  
300 THIRD STREET  
CAMBRIDGE, MA 02142

Â	X	Â	Â	Â
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## Signatures

/s/ Phillip A.  
Sharp

11/22/2004

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Reflects a 1-for-1.9 reverse stock split, which became effective on May 7, 2004, pursuant to which the number of shares of common stock was divided by 1.9. The reporting person's original Form 3 incorrectly reported that 233,333 shares of common stock were beneficially owned by the reporting person. In addition, as a result of the error in the original Form 3, the Form 4 filed by the reporting person after the original Form 3 was filed incorrectly reported the amount of securities beneficially owned following the reporting transaction.

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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