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TREU JESS Form 4 June 04, 20											
FORM	14						~ ~			APPROVAL	
UNITED STATES S				SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						3235-0287	
Check t if no lor subject Section Form 4 Form 5 obligati may cor <i>See</i> Inst	nger to 16. or Filed pur ons ntinue.	CHAN ction 1 iblic U	CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES ction 16(a) of the Securities Exchange Act of 1934, blic Utility Holding Company Act of 1935 or Section the Investment Company Act of 1940						Expires: January 31, 2005 Estimated average burden hours per response 0.5		
1(b).											
(Print or Type	Responses)										
TREU JESSE I S			2. Issuer Name and Ticker or Trading Symbol ACHILLION PHARMACEUTICALS INC [ACHN]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <u>Director</u> Officer (give title below) <u>X_10% Owner</u> Other (specify below)			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)								
	E PALMER SQUA)5/31/2	2012							
				Amendment, Date Original (Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
PRINCET	ON, NJ 08542							Person	fore than One	Reporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative Sec	curitio	es Acqu	iired, Disposed of	f, or Benefici	ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ate, if	3. Transactic Code (Instr. 8) Code V		f (D)		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)	
Common Stock	05/31/2012			J <u>(1)</u>	1,200,000	D	\$ 0 (1)	6,772,968	I	By Domain Partners VIII, L.P. (2)	
Common Stock	05/31/2012			J <u>(1)</u>	93,434	A	\$ 0 (1)	93,434	I	By One Palmer Square Associates VIII, LLC (2)	
								59,161	Ι		

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			• •								
Common Stock									•	$\begin{array}{c} \text{P VIII} \\ \text{ciates,} \\ \end{array}$	
Common Stock						25,000) I		•	Domain ciates, (2)	
Reminder: R	Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.										
				inform require	ation cont ed to respo ys a curre	spond to the tained in this ond unless ently valid OI	is form are the form	not	SEC 14' (9-0		
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. Transactic Code (Instr. 8)	onNumber of		ate	7. Title Amoun Underly Securit (Instr. 3	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V		Date Exercisable	Expiration Date	Title I	Amount or Number of Shares		
Reporting Owners											
Reporting Owner Name / Address		ame / Address	Relationships								
			Director 10% Ow	ner Offic	cer Other						

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TREU JESSE I C/O DOMAIN ASSOCIATES, LLC ONE PALMER SQUARE PRINCETON, NJ 08542

Signatures

/s/Kathleen K. Schoemaker,	06/04/2012			
Attorney-in-Fact	00,01,2012			
**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) Distribution of shares in kind by Domain Partners VIII, L.P. pro rata to its partners, including 93,434 shares to One Palmer Square Associates VIII, LLC, the general partner of Domain Partners VIII, L.P.

The Reporting Person is a Managing Member of Domain Associates, LLC and a Managing Member of One Palmer Square Associates VIII, LLC, which is the sole general partner of Domain Partners VIII, L.P. and DP VIII Associates, L.P. Pursuant to Instruction 4(b)(iv)

(2) of Form 4, the Reporting Person has elected to report as indirectly beneficially owned the entire number of securities beneficially owned by each such entity. The Reporting Person disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his or her pecuniary interest therein and/or that are not actually distributed to him or her.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.