

Solexa, Inc.
Form 4
January 31, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
Abingworth Management LTD

(Last) (First) (Middle)

38 JERMYN STREET

(Street)

LONDON, X0 SW1Y 6DN

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Solexa, Inc. [SLXA]

3. Date of Earliest Transaction
(Month/Day/Year)
01/27/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/27/2005		J ⁽¹⁾		849,998	D	\$ 0	1,416,438	I	See Footnote (2)
Common Stock	01/27/2006		J ⁽³⁾		229,999	D	\$ 0	383,279	I	See Footnote (4)
Common Stock	01/27/2006		J ⁽⁵⁾		461,838	D	\$ 0	764,931	I	See Footnote (6)
Common Stock	01/27/2006		J ⁽⁷⁾		281,932	D	\$ 0	466,937	I	See Footnote (8)

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- (1) On January 27, 2006, Abingworth BioVentures II S.I.C.A.V. distributed an aggregate of 849,998 of the Issuer's Common Stock to its shareholders for no consideration.
These shares are owned directly by Abingworth BioVentures II S.I.C.A.V., of which Abingworth Management LTD is the manager.
- (2) Abingworth Management LTD disclaims beneficial ownership of the securities held by Abingworth BioVentures II S.I.C.A.V., except to the extent of its pecuniary interest therein.
- (3) On January 27, 2006, Abingworth BioVentures II A L.P. distributed an aggregate of 229,999 of the Issuer's Common Stock to its partners for no consideration.
These shares are owned directly by Abingworth BioVentures II A L.P., of which Abingworth Management LTD is the manager.
- (4) Abingworth Management LTD disclaims beneficial ownership of the securities held by Abingworth BioVentures II A L.P., except to the extent of its pecuniary interest therein.
- (5) On January 27, 2006, Abingworth BioVentures III A L.P. distributed an aggregate of 461,838 of the Issuer's Common Stock to its partners for no consideration.
These shares are owned directly by Abingworth BioVentures III A L.P., of which Abingworth Management LTD is the manager.
- (6) Abingworth Management LTD disclaims beneficial ownership of the securities held by Abingworth BioVentures III A L.P., except to the extent of its pecuniary interest therein.
- (7) On January 27, 2006, Abingworth BioVentures III B distributed an aggregate of 281,932 of the Issuer's Common Stock to its partners for no consideration.
These shares are owned directly by Abingworth BioVentures III B L.P., of which Abingworth Management LTD is the manager.
- (8) Abingworth Management LTD disclaims beneficial ownership of the securities held by Abingworth BioVentures III B L.P., except to the extent of its pecuniary interest therein.
- (9) On January 27, 2006, Abingworth BioVentures III C distributed an aggregate of 168,878 of the Issuer's Common Stock to its partners for no consideration.
These shares are owned directly by Abingworth BioVentures III C L.P., of which Abingworth Management LTD is the manager.
- (10) Abingworth Management LTD disclaims beneficial ownership of the securities held by Abingworth BioVentures III C L.P., except to the extent of its pecuniary interest therein.
- (11) On January 27, 2006, Abingworth BioVentures III Executives distributed an aggregate of 7,355 of the Issuer's Common Stock to its partners for no consideration.
These shares are owned directly by Abingworth BioVentures III Executives L.P., of which Abingworth Management LTD is the manager.
- (12) Abingworth Management LTD disclaims beneficial ownership of the securities held by Abingworth BioVentures III Executives L.P., except to the extent of its pecuniary interest therein.

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.