Solexa, Inc. Form 4 January 31, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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(b).

See Instruction

1. Name and Address of Reporting Person * Abingworth Management LTD

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last) (First) (Middle)

(Street)

(State)

Solexa, Inc. [SLXA]

3. Date of Earliest Transaction

(Check all applicable)

38 JERMYN STREET

(Month/Day/Year) 01/27/2006

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

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

LONDON, X0 SW1Y 6DN

(City)

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. Transactio Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4	osed c	of (D)	5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	01/27/2005		<u>J(1)</u>	849,998	D	\$0	1,416,438	I	See Footnote (2)
Common Stock	01/27/2006		J <u>(3)</u>	229,999	D	\$0	383,279	I	See Footnote
Common Stock	01/27/2006		<u>J(5)</u>	461,838	D	\$0	764,931	I	See Footnote (6)
Common Stock	01/27/2006		J <u>(7)</u>	281,932	D	\$0	466,937	I	See Footnote

Common Stock	01/27/2006	<u>J(9)</u>	168,878	D	\$0	279,700	I	See Footnote
Common Stock	01/27/2006	J <u>(11)</u>	7,355	D	\$0	12,195	Ι	See Footnote

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

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transa Code (Instr. 8	ctio	5. nNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Abingworth Management LTD 38 JERMYN STREET LONDON, X0 SW1Y 6DN		X						

Signatures

James Abell, Director of Abingworth
Management LTD

01/31/2006

**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).

Reporting Owners 2

Edgar Filing: Solexa, Inc. - Form 4

- (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.
- 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.
- 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 VioVentures III A L.P. except
- (6) Abingworth Management LTD disclaims beneficial ownership of the securities held by Abingworth VioVentures III A L.P., except to the extent of its pecuniary interest therein.
- 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. 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.