FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average h	nurden								

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	1. Name and Address of Reporting Person* BIENAIME JEAN JACQUES					2. Issuer Name and Ticker or Trading Symbol INCYTE CORP [ INCY ]							(Che	eck all app	,		Owner
ast) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 12/29/2017								Offic belo	er (give title w)	Othe belov	(specify v)	
				4. If <i>i</i>	Amer	ndment,	Date o	of Original	Filed	(Month/Da	ay/Year	)	Line	) K Forn Forn	n filed by One	e Reporting Per	son
	Tabl	e I - Nor	-Deriv	ative	Sec	uritie	s Ac	quired,	Dis	posed o	f, or I	3ene	ficiall	y Own	ed		
Date					Execution Date, ay/Year) if any		Transaction Disposed Of (D) (Instr. 3, Code (Instr. 5)			Secur Benef Owne	ities icially d Following	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership				
							Code	v	Amount	(A (D	) or )	Price	Trans	action(s)		(Instr. 4)	
Common Stock <sup>(1)</sup> 12/29/2					2017		A		153 A		A	<b>\$94.7</b>	71 5,069		D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
erivative Conversion Date Execution curity or Exercise (Month/Day/Year) if any		Date, y/Year)	Transac Code (II 8)	of Disposed of (D) (Instr. 3, 4 and 5)		Expiration Date (Month/Day/Year) S			Amoun or Numbe of		tr. 3  unt ber	erivative ecurity	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(Stock(1)  2. Conversion or Exercise Price of Derivative	(State) (Carabian (Month/Day/Year)	(State) (Zip)  Table I - Nor  ecurity (Instr. 3)  Table II - L  (1)  Conversion or Exercise Price of Derivative  (Month/Day/Year)  (Month/Day  (Month/	(State) (Zip)  Table I - Non-Derive (Month/E)  Stock(1) 12/29  Table II - Derivating (e.g., pt. 2)  2. Transaction Date (Month/Day/Year)  2. Conversion of Exercise Price of Derivative Security  3. Transaction Date (Month/Day/Year)	GTON DE 19803  (State) (Zip)  Table I - Non-Derivative  ecurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Se (e.g., puts, c.g., puts, puts, c.g., puts, c.g., puts, c.g., puts, c.g., puts, c.g., puts, c.g., puts, c.g.	GTON DE 19803  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year) if (Nonth/Day/Year)  Table II - Derivative Security.  2. Transaction Date (Month/Day/Year) if Annual Security.  3. Transaction Date (Month/Day/Year) if Annual Security (Month/Day/Year) if Annual Security.  4. If Amer 4. If Amer 4. If Amer 5. If Annual Security.	GTON DE 19803  (State) (Zip)  Table I - Non-Derivative Securities ecurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr  2. Transaction Date (month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	GTON DE 19803  (State) (Zip)  Table I - Non-Derivative Securities Accurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivative Securities Acque (e.g., puts, calls, warrants, (Month/Day/Year)  2. Transaction Date (e.g., puts, calls, warrants, (Month/Day/Year)  3. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Disposed of (D) (Instr. 3, 4 and 5)	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Price of (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, option)  Table II - Derivative Securities Acquired, Date (if any (Month/Day/Year))  3. Transaction (e.g., puts, calls, warrants, option)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 8)  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date	Table I - Non-Derivative Securities Acquired, Disecurity (Instr. 3)    Code   V	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Table II - Derivative Securities Acquired, Disposed of Code (Instr. 3)  Date Exercisable and Expiration Date (Instr. 3)  Expiration Date (Instr. 3)  Date Expiration	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Execurity (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Code (Instr. 8))  Table II - Derivative Securities Acquired, Disposed of (D) (Code (Instr. 8))  Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible set (e.g., puts, calls, warrants, options, convertible set (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date Expiration  Date Expiration  Date Expiration  Date Expiration	(State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Bene Executity (Instr. 3)  2. 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Transaction Date (Month/Day/Year) (Month/Day/Year)  Stock(1)  Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (Month/Day/Year) (Instr. 3)  Table II - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (Instr. 9)  Table II - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Instr. 9)  Table II - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Instr. 9)  Table II - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Instr. 9)  Table II - Derivative Securities Acquired, Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Instr. 9)  Table II - Derivative Securities Acquired, Disposed Of, Or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  4. If Amount (Instr. 9)  Transaction (	GTON DE 19803  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities Date (Instr. 3)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (instr. 3 and 4)  3. Transaction Date (instr. 3 and 4)  4. Title and Expiration Date (Month/Day/Year)  (Month/Day/Y	CTON DE 19803  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  22. Deemed Execution Date (Month/Day/Year)  (Month/Day/Year)  23. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 3 and 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 3 and 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 3 and 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 3 and 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 3 and 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 3 and 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 4)  Table II - Derivative Securities Acquired (A) or (D) Price (D) (Instr. 4)  Tansaction (D) (Instr. 4)

## Explanation of Responses:

1. Restricted shares issued to the Reporting Person under the Issuer's Amended and Restated 2010 Stock Incentive Plan in lieu of quarterly director retainer fees pursuant to an election by the Reporting Person intended to comply with Rule 10b5-1. Restricted shares are fully vested.

## Remarks:

/s/ Eric H. Siegel, Attorney-In-01/03/2018

<u>Fact</u>

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.