

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

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|--|--|--|---|
| 1. Name and Address of Reporting Person* <u>Huber Reid M</u> (Last) (First) (Middle) <u>EXPERIMENTAL STATION,</u> <u>ROUTE 141 & HENRY CLAY ROAD</u> (Street) <u>WILMINGTON DE 19880</u> (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) <u>04/27/2014</u> | 3. Issuer Name and Ticker or Trading Symbol <u>INCYTE CORP [INCY]</u> | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Exec VP & Chief Scientific Off</u> | 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 16,932 ⁽¹⁾ | D | |

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 Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|--|--|---|
| | Date Exercisable | Expiration Date | | | | |
| Incentive Stock Option (right to buy) | (2) | 01/12/2016 | Common Stock 2,900 | 5.46 | D | |
| Incentive Stock Option (right to buy) | (3) | 01/26/2016 | Common Stock 7,225 | 3.11 | D | |
| Incentive Stock Option (right to buy) | (4) | 01/20/2017 | Common Stock 14,329 | 9.41 | D | |
| Incentive Stock Option (right to buy) | (5) | 05/17/2017 | Common Stock 1,355 | 13.34 | D | |
| Incentive Stock Option (right to buy) | (6) | 01/24/2018 | Common Stock 8,030 | 14.72 | D | |
| Incentive Stock Option (right to buy) | (7) | 01/18/2019 | Common Stock 6,991 | 17.79 | D | |
| Non-Qualified Stock Option (right to buy) | (7) | 01/18/2019 | Common Stock 16,764 | 17.79 | D | |
| Incentive Stock Option (right to buy) | (8) | 02/08/2020 | Common Stock 7,458 | 18.32 | D | |
| Non-Qualified Stock Option (right to buy) | (8) | 02/08/2020 | Common Stock 39,208 | 18.32 | D | |
| Incentive Stock Option (right to buy) | (9) | 01/20/2021 | Common Stock 1,059 | 64.55 | D | |
| Non-Qualified Stock Option (right to buy) | (9) | 01/20/2021 | Common Stock 21,011 | 64.55 | D | |

Explanation of Responses:

- Includes 16,309 shares underlying restricted stock units ("RSUs") that will vest in full on April 8, 2017, subject to Dr. Huber's continued service with the Issuer through such vesting date. The RSUs may be settled only for shares of common stock on a one-for-one basis.
- Beginning January 13, 2006, options become exercisable in 37 installments, with the first 25% vesting after one year and the remainder vesting monthly over three years.
- Beginning January 27, 2009, options become exercisable in 25 installments, with the first 33.33% vesting after one year and the remainder vesting monthly over two years.
- Beginning January 21, 2010, options become exercisable in 25 installments, with the first 33.33% vesting after one year and the remainder vesting monthly over two years.
- Beginning May 18, 2010, options become exercisable in 25 installments, with the first 33.33% vesting January 21, 2011 and the remainder vesting monthly through January 21, 2013.
- Beginning January 25, 2011, options become exercisable in 25 installments, with the first 33.33% vesting after one year and the remainder vesting monthly over two years.
- Beginning January 19, 2012, options become exercisable in 25 installments, with the first 33.33% vesting after one year and the remainder vesting monthly over two years.
- Beginning February 9, 2013, options become exercisable in 25 installments, with the first 33.33% vesting after one year and the remainder vesting monthly over two years.
- Beginning January 21, 2014, options become exercisable in 25 installments, with the first 33.33% vesting after one year and the remainder vesting monthly over two years.

/s/ Eric H. Siegel, Attorney-in-Fact 05/05/2014

** Signature of Reporting Person Date

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

* 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).

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.