FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPROVAL								
	OMB Number:	3235-0287							
l	Estimated average burden								
l	hours per response:	0.5							

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

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1. Name and Address of Reporting Person*					2. Issuer Name and Ticker or Trading Symbol INCYTE CORP [INCY]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
ARIKO BARRY A				2								Directo	r		10% Ow	ner		
(Last) (First) (Middle) EXPERIMENTAL STATION					3. Date of Earliest Transaction (Month/Day/Year) 05/28/2014								Officer below)	(give title		Other (s below)	pecify	
ROUTE 141 & HENRY CLAY ROAD				4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street) WILMINGTON DE 19880											- 1	X Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City)	(5	State)	(Zip)															
		Tal	ole I - Nor	-Deriv	/ativ	e Se	curitie	s Ac	quired, Di	spos	ed o	f, or Ben	eficiall	y Owned				
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				Execution Date,		Code (Instr. 5)				5. Amour Securitie Beneficia Owned F Reported	es Forn ally (D) o Following (I) (Ir		n: Direct I or Indirect I nstr. 4) (7. Nature of Indirect Beneficial Ownership (Instr. 4)				
							Code V	Am	ount	(A) or (D)	Price	Transact (Instr. 3 a	ction(s)			msu. 4)		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
		ransa Code (I	ansaction of lode (Instr. Derivative (6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Am of Securities Underlying Derivative Sec (Instr. 3 and 4)				es J Security	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	ivative curities neficially ned lowing ported nsaction(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				c	Code	v	(A)		Date Exercisable	Expira Date	ation	Title	Amount or Number of Shares					
Non- Qualified Stock Options (right to buy)	\$49.01	05/28/2014			A		15,000		05/28/2015 ⁽¹⁾	05/27	//2024	Common Stock	15,000	\$0	15,00	0	D	

Explanation of Responses:

1. This option vests in full on the first anniversary of the date of grant or, if earlier, the date of the next regular annual meeting of the Company's stockholders or upon change of control (as defined in option plan).

/s/ Barry M. Ariko

05/28/2014

** 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 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.