## Edgar Filing: PAUL STEVEN M - Form 4

PAUL STE Form 4	VEN M										
September	24, 2010										
FORM	ЛД								PPROVAL		
	STATES S		RITIES A	N OMB Number:	3235-028	7					
Check t if no los subject Section Form 4 Form 5 obligati may co <i>See</i> Inst 1(b).	nger to 16. or Filed pur ons ntinue.	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							Expires: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> PAUL STEVEN M			2. Issuer Name <b>and</b> Ticker or Trading Symbol ALNYLAM PHARMACEUTICALS, INC.				5. Relationship of Reporting Person(s) to Issuer				
							(Check all applicable)				
			[ALNY]				X Director 10% Owner				
(Last) (First) (Middle) 300 THIRD STREET			3. Date of Earliest Transaction (Month/Day/Year) 09/22/2010			Officer (gi below)		ner (specify			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
CAMBRII	DGE, MA 02142						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day	Date, if	Code		(A) or of (D)	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 Indirect Beneficial Ownership (Instr. 4)		
Reminder: Re	eport on a separate line	e for each clas	ss of secu	urities bene	ficially own	ed directly	or indirectly.				
					Person inform require	ns who res ation cont ed to resp ys a curre	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securit

## Edgar Filing: PAUL STEVEN M - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 14.67	09/22/2010		А	30,000	<u>(1)</u>	09/22/2020	Common Stock	30,0

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh			
1 8	Director	10% Owner	Officer	Other	
PAUL STEVEN M 300 THIRD STREET CAMBRIDGE, MA 02142	Х				
Signatures					
By: /s/ Patricia L. Allen, Attorn Paul	ney-in-Fa	ct For: Steve	en M.	09/24	4/2010

\*\*Signature of Reporting Person

## **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).

(1) The stock option will vest as to one third of the shares on each of the first, second and third anniversaries of the date of grant.

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.

Date