

INTERLEUKIN GENETICS INC
 Form 4
 May 19, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden 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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
REILLY PHILIP R

2. Issuer Name and Ticker or Trading Symbol
INTERLEUKIN GENETICS INC [ILI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/17/2005

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

135 BEAVER STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

WALTHAM, MA 02452

(City) (State) (Zip)

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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/17/2006		M		14,000 A \$ 0.5	24,000	D
Common Stock	05/17/2006		S		14,000 (1) D \$ 5.64	10,000	D
Common Stock	05/18/2006		M		5,500 A \$ 0.5	15,500	D
Common Stock	05/18/2006		S		5,500 (1) D \$ 5.48	10,000	D
Common Stock						73,275	I

See Footnote (2)

Edgar Filing: INTERLEUKIN GENETICS INC - Form 4

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)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Option to Buy (Common Stock)	\$ 0.5	05/17/2005		M		14,000		01/01/2000 ⁽³⁾	05/31/2009	Common Stock	1
Option to Buy (Common Stock)	\$ 0.5	05/18/2006		M		5,500		03/01/2000	05/31/2009	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REILLY PHILIP R 135 BEAVER STREET WALTHAM, MA 02452		X		

Signatures

/s/ Philip R.
Reilly

05/19/2006

**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).

(1) Pursuant to a 10b5-1 Trading Plan entered into on May 15, 2006.

Shares are held in irrevocable trusts for the benefit of Dr. Reilly's children. Dr. Reilly disclaims beneficial ownership of these securities

(2) and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or any other purposes.

Edgar Filing: INTERLEUKIN GENETICS INC - Form 4

(3) 5,000 of these shares were exercisable on 1/1/00; 8,000 shares were exercisable on 2/1/00; and 1,000 were exercisable on 3/1/00.

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.