

ACHILLION PHARMACEUTICALS INC  
Form SC 13G/A  
November 22, 2017

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b),(c) AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)  
(Amendment No. 1)<sup>1</sup>

Achillion Pharmaceuticals, Inc.  
(Name of Issuer)

Common Stock, \$.001 par value  
(Title of Class of Securities)

00448Q201  
(CUSIP Number)

November 20, 2017  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

---

<sup>1</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

---

CUSIP NO. 00448Q201

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Johnson & Johnson  
EIN: 22-1024240

2. CHECK THE APPROPRIATE BOX  
IF (a)  A (b)  MEMBER OF A GROUP  
3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
New Jersey

5. SOLE VOTING POWER -0- SHARED  
6. VOTING POWER -0- SOLE  
7. DISPOSITIVE POWER -0- SHARED  
8. DISPOSITIVE POWER -0- SHARED

9. NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON -0-

10. CHECK  
BOX  
IF  
THE  
AGGREGATE  
AMOUNT  
IN [ ]  
ROW  
(9)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS
11. REPRESENTED  
BY AMOUNT IN  
ROW (9) -0-
12. TYPE OF  
REPORTING  
PERSON CO

CUSIP NO. 00448Q201

NAME OF  
REPORTING  
PERSON  
S.S. OR I.R.S.  
IDENTIFICATION  
NO. OF ABOVE  
PERSON

1.

Johnson & Johnson  
Innovation-JJDC,  
Inc.  
EIN: 22-2007137

CHECK  
THE  
APPROPRIATE  
BOX

2.

IF (a)   
A (b)   
MEMBER  
OF

A  
GROUP

3.

SEC USE ONLY

4.

CITIZENSHIP OR  
PLACE OF  
ORGANIZATION  
New Jersey

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

5. SOLE  
VOTING  
POWER -0-  
SHARED

6. VOTING  
POWER -0-  
SOLE

7. DISPOSITIVE  
POWER -0-  
SHARED

8. DISPOSITIVE  
POWER -0-

9.

AGGREGATE  
AMOUNT  
BENEFICIALLY  
OWNED  
BY EACH  
REPORTING  
PERSON -0-

10. CHECK  
BOX  
IF  
THE  
AGGREGATE  
AMOUNT  
IN [ ]  
ROW  
(9)  
EXCLUDES  
CERTAIN  
SHARES  
PERCENT OF  
CLASS
11. REPRESENTED  
BY AMOUNT IN  
ROW (9) -0-
12. TYPE OF  
REPORTING  
PERSON CO

3

---

CUSIP NO. 00448Q201

AMENDMENT NO. 1 TO SCHEDULE 13G (FINAL AMENDMENT)

Reference is hereby made the statement on Schedule 13G filed with the Securities and Exchange Commission by the Reporting Persons with respect to the Common Stock of the Issuer on July 6, 2015 (the "Schedule 13G"). Terms defined in the Schedule 13G are used herein as so defined.

The following items of the Schedule 13G are amended and restated to read in their entirety as follows:

OWNERSHIP:

ITEM (a) through (c)

4

The information requested hereunder is incorporated by reference to the cover pages to this Amendment No. 1 to Schedule 13G.

OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

ITEM

5

If this statement is being filed to report the fact that the Reporting Persons have ceased to be beneficial owners of more than five percent of the Common Stock, check the following: [X].

4

---

CUSIP NO. 00448Q201

**SIGNATURE**

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: November 22, 2017

**JOHNSON & JOHNSON**

By: /s/ Thomas Spellman III

Name: Thomas Spellman III

Title: Secretary

JOHNSON & JOHNSON  
INNOVATION-JJDC, INC.

By: /s/ James J. Bergin

Name: James J. Bergin

Title: Secretary