Rogers Michael D.
Form 4
January 17, 2012

FORM 4

OMB APPROVAL

OMB Number:	3235-0287
Expires:	January 31, 2005
Estimated average burden hours per response...	0.5

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

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 *
Rogers Michael D.
(Last) (First) (Middle)
303-A COLLEGE ROAD EAST
(Street)
PRINCETON, NJ 08540
(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Pharmasset Inc [VRUS]

3. Date of Earliest Transaction (Month/Day/Year)
01/12/2012

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Chief Development Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 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)
			Code	V	Amount	(A) or (D)	Price			

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 Amou Underlying Secur (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Stock Option (Right to Buy)	$ 6.94	01/12/2012		D			52,500	(1)	11/01/2017	Common Stock	52
Stock Option (Right to Buy)	$ 10.83	01/12/2012		D			40,000	(2)	10/14/2019	Common Stock	40
Stock Option (Right to Buy)	$ 16.17	01/12/2012		D			50,000	(3)	10/14/2020	Common Stock	50
Stock Option (Right to Buy)	$ 83.52	01/12/2012		D			60,000	(4)	10/11/2021	Common Stock	60

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rogers Michael D. 303-A COLLEGE ROAD EAST PRINCETON, NJ 08540			Chief Development Officer	

Signatures

/s/ Bryce A. Roberts, Attorney in Fact for Michael D. Rogers 01/17/2012

**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) These options, which reflect the two-for-one stock split of the Issuer's common stock effective August 31, 2011 (the "Split") and which vested as to 25% on the first anniversary of the date of grant (November 1, 2007) and as to an additional 6.25% quarterly thereafter for the following three years, were cancelled pursuant to the Agreement and Plan of Merger between the Issuer and Gilead Sciences, Inc. (the "Merger Agreement") in exchange for a cash payment of $130.06 per share, representing the difference between the exercise price of the options and $137.00 per share.

(2) These options, which reflect the Split and which provided for vesting as to 25% on the first anniversary of the date of grant (October 14, 2009) and as to an additional 6.25% quarterly thereafter for the following three years, became fully vested and

were cancelled pursuant to the Merger Agreement in exchange for a cash payment of $126.17 per share, representing the difference between the exercise price of the options and $137.00 per share.

(3) These options, which reflect the Split and which provided for vesting as to 25% on the first anniversary of the date of grant (October 14, 2010) and as to an additional 6.25% quarterly thereafter for the following three years, became fully vested and were cancelled pursuant to the Merger Agreement in exchange for a cash payment of $120.83 per share, representing the difference between the exercise price of the options and $137.00 per share.

(4) These options, which provided for vesting as to 25% on the first anniversary of the date of grant (October 11, 2011) and as to an additional 6.25% quarterly thereafter for the following three years, became fully vested and were cancelled pursuant to the Merger Agreement in exchange for a cash payment of $53.48 per share, representing the difference between the exercise price of the options and $137.00 per share.

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.