INCYTE CORP Form SC 13G/A February 17, 2009

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A (Rule 13d-102)

Amendment No. 1

INFORMATION TO BE INCLUDED IN STATEMENTS PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 UNDER THE SECURITIES EXCHANGE ACT OF 1934

INCYTE CORPORATION
 (Name of Issuer)

COMMON STOCK, PAR VALUE \$0.001 (Title of Class of Securities)

45337C102 (CUSIP Number)

December 31, 2008 (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)

[X] Rule 13d-1(c)

[] Rule 13d-1(d)

* 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 the disclosures provided in a prior cover page.

The information required in 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 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUS	PAGE 2 OF 42					
(1)	NAME OF REPORT S.S. OR I.R.S. Davidson Kempr	IDENTIFICATIO	ON NO. OF ABOVE PERSON	1		
(2)	CHECK THE APPF	ROPRIATE BOX II	F A MEMBER OF A GROUP			
					[] [X]	
(3)	SEC USE ONLY					
(4)	CITIZENSHIP OF	R PLACE OF ORGA New York	ANIZATION			
	BER OF ((5) SOLE \	VOTING POWER 0			
	EFICIALLY ((6) SHAREI	O VOTING POWER 0			
EAC			DISPOSITIVE POWER			
REP(ORTING -					
PER	SON WITH ((8) SHAREI	D DISPOSITIVE POWER 0			
	· ·	REGATE AMOUNT F	BENEFICIALLY OWNED PERSON 0			
	, ,		AGGREGATE AMOUNT ES CERTAIN SHARES			[]
		CENT OF CLASS I				
	(12) TYPE	OF REPORTING E	PERSON PN			
	edule 13G/A IP No. 45337C12					PAGE 3 OF 42
(1)		IDENTIFICATIO	ON NO. OF ABOVE PERSON	1		
(2)	CHECK THE APPR	ROPRIATE BOX II	F A MEMBER OF A GROUP			

					(a) [] (b) [X]	
(3)	SEC USE	ONLY				
(4)	CITIZENS		OF ORGANIZAT	TION		
NUME SHAR		(5)	SOLE VOTING			
	FICIALLY	(6)	SHARED VOTI			
EACH		(7)	SOLE DISPOS			
	ORTING	(8)		POSITIVE POWER		
	(9)		AMOUNT BENEF:	N		
	(10)		IF THE AGGREC			[]
	(11)		CLASS REPRES	SENTED		
	(12)	TYPE OF REP	ORTING PERSON	л Л		
	edule 13G/2					PAGE 4 OF 42
(1)	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON M. H. Davidson & Co.					
(2)	CHECK TH	E APPROPRIAT	E BOX IF A ME	EMBER OF A GROU	(a) [] (b) [X]	
(3)	SEC USE					
(4)	CITIZENS	HIP OR PLACE	OF ORGANIZAT	TION		

NUMB SHAR		(5)	SOLE VOTING POWER 0	
BENE	FICIALLY	(6)	SHARED VOTING POWER 0	
EACH	D BY	(7)	SOLE DISPOSITIVE POWER 0	
REPO	RTING			
PERS	ON WITH	(8)	SHARED DISPOSITIVE POWER 0	
	(9)		AMOUNT BENEFICIALLY OWNED PORTING PERSON 0	
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES	[]
	(11)		CLASS REPRESENTED IN ROW (9) 0.0%	
	(12)	TYPE OF REP	ORTING PERSON PN	
	dule 13G/ <i>i</i> P No. 4533			PAGE 5 OF 42
(1)	S.S. OR		RSON IFICATION NO. OF ABOVE PERSON ernational, Ltd.	
(2)	CHECK THI	E APPROPRIAT	E BOX IF A MEMBER OF A GROUP (a) (b)	
(3)	SEC USE (
		HIP OR PLACE	OF ORGANIZATION itish Virgin Islands	
NUMB SHAR		(5)	SOLE VOTING POWER 0	
		(6)	SHARED VOTING POWER	
		()		

OWNED BY	Z			0					
EACH		(7)	SOLE	DISPOSITIVE	DOWED				
		(7)	JOHE .	0	FOWER				
REPORTIN									
PERSON W	VITH	(8)	SHARE	D DISPOSITI 0	VE POWER				
	(9)	AGGREGATE BY EACH R		BENEFICIALI PERSON 0	Y OWNED				
	(10)			AGGREGATE A ES CERTAIN					[]
		PERCENT OF		 REPRESENTED (9) 0.0%)				
	(12)	TYPE OF RE		PERSON CO					
S.S	4533 ME OF R	7C12 EPORTING P	TIFICATI	ON NO. OF F	 ABOVE PERS			PAGE	6 OF 42
CUSIP No (1) NAM S.S Dav	ME OF R	7C12 EPORTING PI .R.S. IDEN' Kempner He	TIFICATI althcare			––––- P		PAGE	6 OF 42
CUSIP No (1) NAM S.S Dav	ME OF R	7C12 EPORTING PI .R.S. IDEN' Kempner He	TIFICATI althcare	Fund LP		P (a)	[] [x]	PAGE	6 OF 42
CUSIP No (1) NAM S.S Dav	ME OF RES. OR I	TC12 EPORTING PI .R.S. IDEN' Kempner Hea APPROPRIA'	TIFICATI althcare TE BOX I	Fund LP F A MEMBER	OF A GROU	(a) (b)	[X]		
CUSIP No (1) NAM S.S Dav (2) CHE	ME OF RESTRICTION OF THE CONTRACT OF THE CONTR	TC12 EPORTING PI R.S. IDEN' Kempner He APPROPRIA'	TIFICATI althcare TE BOX I E OF ORG	Fund LP	OF A GROU	(a) (b)	[X] 		
CUSIP NO (1) NAM S.S Dav (2) CHE (3) SEC (4) CIT	ME OF RESTRICT OF THE CONTRACT	EPORTING PI .R.S. IDEN' Kempner He	TIFICATI althcare TE BOX I E OF ORG	Fund LP F A MEMBER ANIZATION VOTING POWE	OF A GROU	(a) (b)	[X] 		
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PERSON WITH	(8)	SHARED DISPOSITIVE POWER 0		
(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON		
(10)		IF THE AGGREGATE AMOUNT) EXCLUDES CERTAIN SHARES		[]
(11)		F CLASS REPRESENTED IN ROW (9) 0.0%		
(12)	TYPE OF RE	PORTING PERSON PN		
Schedule 13G/2 CUSIP No. 453	37C12 REPORTING P			PAGE 7 OF 42
		TIFICATION NO. OF ABOVE PER althcare International Ltd.	SON	
(2) CHECK TH	E APPROPRIA	TE BOX IF A MEMBER OF A GRO		
			(a) [] (b) [X] 	
(3) SEC USE	YLINC			
(4) CITIZENS		E OF ORGANIZATION yman Islands		
NUMBER OF		SOLE VOTING POWER 0		
BENEFICIALLY	(6)	SHARED VOTING POWER		
OWNED BY		0		
EACH		SOLE DISPOSITIVE POWER 0		
REPORTING				
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 0		
(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON		

	(10)			GREGATE AMOU! CERTAIN SHA!				[]
	(11)	PERCENT OF BY AMOUNT							
	(12)	TYPE OF REF	ORTING PER	RSON CO					
	dule 13G/A P No. 4533						PAGE	8 OF	42
(1)				NO. OF ABOV	E PERSON				
(2)	CHECK THE	APPROPRIA:	E BOX IF A	A MEMBER OF A	A GROUP				
						(a) [] (b) [X]			
(3)	SEC USE C	NLY							
(4)	CITIZENSH	IP OR PLACE		ZATION					
NUMB:		(5)	SOLE VOI	TING POWER 0					
		(6)	SHARED \	OTING POWER					
	D BY								
EACH	RTING	(/)		SPOSITIVE PON 0	NEK				
		(8)	SHARED I	DISPOSITIVE 1	POWER				
	(9)		AMOUNT BEN	NEFICIALLY ON ERSON 0	 VNED				
	(10)			GREGATE AMOUI]
	(11)	PERCENT OF	CLASS REE						

(12) TYPE OF REPORTING PERSON

PN

Schedule 13G/A CUSIP No. 45337C12 PAGE 9 OF 42 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson Kempner Advisers Inc. _____ (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION New York ______ NUMBER OF (5) SOLE VOTING POWER 0 SHARES BENEFICIALLY (6) SHARED VOTING POWER 0 OWNED BY (7) SOLE DISPOSITIVE POWER EACH 0 REPORTING (8) SHARED DISPOSITIVE POWER PERSON WITH 0 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% -----(12) TYPE OF REPORTING PERSON

CUSIP No. 45337C12 PAGE 10 OF 42 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Davidson Kempner International Advisors, L.L.C. (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware NUMBER OF (5) SOLE VOTING POWER 0 SHARES BENEFICIALLY (6) SHARED VOTING POWER 0 ______ OWNED BY EACH (7) SOLE DISPOSITIVE POWER REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER 0 (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% (12) TYPE OF REPORTING PERSON 00 Schedule 13G/A CUSIP No. 45337C12 PAGE 11 OF 42 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON DK Group LLC

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

9

				(a) [] (b) [X]	
(3)	SEC USE (NLY			
(4)	CITIZENS		CE OF ORGANIZATION		
NUME SHAF		(5)	SOLE VOTING POWER 0		
	CFICIALLY	(6)	SHARED VOTING POWER 0		
EACH		(7)	SOLE DISPOSITIVE POWER 0		
	ORTING	(8)	SHARED DISPOSITIVE POWER		
	(9)		AMOUNT BENEFICIALLY OWNED REPORTING PERSON		
	(10)		(IF THE AGGREGATE AMOUNT 2) EXCLUDES CERTAIN SHARES		[]
	(11)		OF CLASS REPRESENTED TIN ROW (9) 0.0%		
	(12)	TYPE OF RE	PORTING PERSON OO		
	edule 13G/ <i>I</i> P No. 4533				PAGE 12 OF 42
(1)	S.S. OR I	REPORTING F .R.S. IDEN	TIFICATION NO. OF ABOVE PERS	SON	
(2)	CHECK THE	APPROPRIA	ATE BOX IF A MEMBER OF A GROU	JP	
				(a) [] (b) [X]	
(3)	SEC USE (
(4)	CITIZENS		ZE OF ORGANIZATION		

NUMB		(5)	SOLE VOTING POWER 0		
		(6)	SHARED VOTING POWER 0		
OWNE	D BY	(7)	SOLE DISPOSITIVE POWER		
REPO	RTING				
PERS	ON WITH	(8)	SHARED DISPOSITIVE POWER 0		
			AMOUNT BENEFICIALLY OWNED PORTING PERSON 0		
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES		[]
	(11)		CLASS REPRESENTED IN ROW (9) 0.0%		
	(12)	TYPE OF REP	ORTING PERSON PN		
	dule 13G/ <i>I</i> P No. 4533				PAGE 13 OF 42
(1)	S.S. OR I	REPORTING PE I.R.S. IDENT Water GP LLC	IFICATION NO. OF ABOVE PERS	SON	
(2)	CHECK THE	E APPROPRIAT	E BOX IF A MEMBER OF A GROU		
				(a) [] (b) [X]	
(3)	SEC USE C				
(4)	CITIZENS	HIP OR PLACE	OF ORGANIZATION aware		
NUMB	ER OF	(5)	SOLE VOTING POWER		
SHAR			SHARED VOTING POWER		

OWNED	ВУ					
EACH		(7)	SOLE	DISPOSITIVE POWER		
REPOR	TING					
PERSON	N WITH	(8)		ED DISPOSITIVE POWER		
		AGGREGATE BY EACH RE		BENEFICIALLY OWNED		
	(10)			AGGREGATE AMOUNT DES CERTAIN SHARES		[]
		PERCENT OF BY AMOUNT		REPRESENTED (9) 0.0%		
	(12)	TYPE OF REP	ORTING	PERSON OO		
. ,	S.S. OR I	REPORTING PE .R.S. IDENT Kempner, J	IFICATI	ION NO. OF ABOVE PE	RSON	
(2)	CHECK THE	APPROPRIAT	E BOX I	IF A MEMBER OF A GRO	OUP	1
					(d) [X	=
(3)	SEC USE C					
(4)	CITIZENSH	IIP OR PLACE Uni	OF ORG	ates		
		(5)	SOLE	VOTING POWER 0		
SHARES BENEF		(6)	SHARI	ED VOTING POWER		
OWNED	ВУ					
EACH		(7)	SOLE	DISPOSITIVE POWER		
REPOR?	TING					
PERSON	N WITH	(8)	SHARE	ED DISPOSITIVE POWER	3	

	(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON		
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES		[]
	(11)		F CLASS REPRESENTED IN ROW (9) 0.0%		
	(12)	TYPE OF RE	EPORTING PERSON IN		
Schedule	130/				
CUSIP No.					PAGE 15 OF 4
S.S.	OR I	REPORTING PE R.S. IDEN Davidson	ERSON FIFICATION NO. OF ABOVE PERSON		
(2) CHEC	CK THE	E APPROPRIAT	TE BOX IF A MEMBER OF A GROUP	ı) []	
) [X] 	
(3) SEC	USE (NLY			
(4) CITI	IZENSI		E OF ORGANIZATION ited States		
NUMBER OF	?	(5)	SOLE VOTING POWER 0		
BENEFICIA OWNED BY		(6)	SHARED VOTING POWER 0		
EACH		(7)	SOLE DISPOSITIVE POWER		
REPORTING	Ĵ				
PERSON WI	ITH	(8)	SHARED DISPOSITIVE POWER 0		
	(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON 0		
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES		

(11)	BY AMOUNT	IN ROW (9						
(12)	TYPE OF R	EPORTING F	PERSON IN		 			
Schedule 13G//						PAGE	16 OF	42
			NO. OF ABOVE	PERSON	 			
(2) CHECK THI	E APPROPRIA	TE BOX IF	A MEMBER OF A	GROUP	[] [X]			
(3) SEC USE (ONLY				 			
(4) CITIZENSI		E OF ORGAN			 			
NUMBER OF	(5)	SOLE VO	OTING POWER 0		 			
BENEFICIALLY OWNED BY	(6) 		VOTING POWER		 			
EACH REPORTING	(7)	SOLE DI	SPOSITIVE POW 0	ER	 			
PERSON WITH	(8)	SHARED	DISPOSITIVE P	OWER				
(9)	AGGREGATE BY EACH R		ENEFICIALLY OW PERSON 0		 			
(10)			GGREGATE AMOUN CERTAIN SHAR	Т	 		[]
(11)	PERCENT O	IN ROW (9	0.0%		 			
(12)	TYPE OF R		PERSON IN		 			

Schedule 13G/A CUSIP No. 4533	chedule 13G/A JSIP No. 45337C12						
(1) NAME OF R S.S. OR I Scott E.	.R.S. IDEN	ERSON FIFICATION NO. OF ABOVE PERSON	N				
(2) CHECK THE	APPROPRIA	TE BOX IF A MEMBER OF A GROUP					
			(a) [] (b) [X]				
(3) SEC USE C	NLY						
(4) CITIZENSH		E OF ORGANIZATION ited States					
	(5)	SOLE VOTING POWER 0					
	(6)	SHARED VOTING POWER					
OWNED BY EACH	(7)	SOLE DISPOSITIVE POWER					
REPORTING							
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 0					
, ,		AMOUNT BENEFICIALLY OWNED EPORTING PERSON					
(10)		IF THE AGGREGATE AMOUNT) EXCLUDES CERTAIN SHARES		[]			
(11)		F CLASS REPRESENTED IN ROW (9) 0.0%					
(12)	TYPE OF R	EPORTING PERSON IN					
Schedule 13G/A				PAGE 18 OF 42			

(1) NAME OF REPORTING PERSON

15

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Michael J. Leffell (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER _____ SHARES BENEFICIALLY (6) SHARED VOTING POWER OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING ______ PERSON WITH (8) SHARED DISPOSITIVE POWER 0 ______ (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% (12) TYPE OF REPORTING PERSON Schedule 13G/A CUSIP No. 45337C12 PAGE 19 OF 42 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Timothy I. Levart (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X]

(3)	SEC USE C	NLY							
(4)	CITIZENS		E OF ORGANIZAT	TION United States					
NUME	BER OF	(5)	SOLE VOTING						
SHAR	RES			, 					
BENEFICIALLY (6		(6)	SHARED VOTI						
OWNE	D BY			· 					
EACH	I	(7)	SOLE DISPOS						
REPC	RTING								
PERS	ON WITH	(8)	SHARED DISE	POSITIVE POWER					
	(9)		AMOUNT BENEFI EPORTING PERSO	N					
	(10)		IF THE AGGREC) EXCLUDES CEF						[]
	(11)		F CLASS REPRES IN ROW (9)	 SENTED).0%					
	(12)	TYPE OF REI	PORTING PERSON	IN 1 					
	edule 13G/ <i>F</i> P No. 4533						PAGE	20	OF 42
	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Robert J. Brivio, Jr.								
				EMBER OF A GROUP					
					(b)	[] [X]			
	SEC USE C	NLY							
(4)) CITIZENSHIP OR PLACE OF ORGANIZATION United States								
			SOLE VOTING	G POWER					

SHARES							
BENEFICIALLY		(6)	SHARED VOTIN 0				
OWNED B	Y						
EACH		(7)	SOLE DISPOSIT	TIVE POWER			
REPORTI	NG		0				
PERSON	WITH	(8)	SHARED DISPC	SITIVE POWER			
	(9)		AMOUNT BENEFIC EPORTING PERSON 0				
	(10)	0) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
	(11)		CLASS REPRESE IN ROW (9)				
	(12)	TYPE OF REF	PORTING PERSON IN	 (
` '	 ME OF I	REPORTING PE	ERSON	OF ABOVE PERS	ON	PAGE 21 OF 42	
		Epstein					
(2) CH	ECK THI	E APPROPRIAT	TE BOX IF A MEM	IBER OF A GROU	P		
					(a) [] (b) [X]		
(3) SE	C USE (
(4) CITIZENSHIP OR PLACE OF ORGANIZATION United States							
NUMBER OF			SOLE VOTING	POWER			
BENEFICIALLY OWNED BY		(6)	0	G POWER			
EACH	±		SOLE DISPOST	TIVE POWER		-	

REPOR'	TING		0		
PERSO	N WITH	(8)	SHARED DISPOSITIVE POWER 0		
	(9)		AMOUNT BENEFICIALLY OWNED EPORTING PERSON 0		
	(10)		IF THE AGGREGATE AMOUNT EXCLUDES CERTAIN SHARES		[]
	(11)		CLASS REPRESENTED IN ROW (9) 0.0%		
	(12)	TYPE OF REF	PORTING PERSON IN		
	ule 13G/ <i>P</i> No. 4533				PAGE 22 OF 42
	S.S. OR I	EPORTING PE .R.S. IDENT	ERSON CIFICATION NO. OF ABOVE PERS	SON	
(2)	CHECK THE	APPROPRIAT	TE BOX IF A MEMBER OF A GROU	JP	
				(a) [] (b) [X]	
(3)	SEC USE C	NLY			
(4)	CITIZENSH		E OF ORGANIZATION Lted States		
NUMBEI		(5)	SOLE VOTING POWER 0		
		(6)	SHARED VOTING POWER		
OWNED			0		
EACH		(7)	SOLE DISPOSITIVE POWER		
REPOR'	ΓING		·		
PERSO	N WITH		SHARED DISPOSITIVE POWER 0		
	 (9)	AGGREGATE	AMOUNT BENEFICIALLY OWNED		

BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES ______ (11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0% _____ (12) TYPE OF REPORTING PERSON _____ Schedule 13G/A CUSIP No. 45337C12 PAGE 23 OF 42 (1) NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Avram Z. Friedman (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [] (b) [X] (3) SEC USE ONLY (4) CITIZENSHIP OR PLACE OF ORGANIZATION United States NUMBER OF (5) SOLE VOTING POWER SHARES (6) SHARED VOTING POWER BENEFICIALLY 0 OWNED BY EACH (7) SOLE DISPOSITIVE POWER 0 REPORTING PERSON WITH (8) SHARED DISPOSITIVE POWER ______ (9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON (10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (11) PERCENT OF CLASS REPRESENTED

0.0%

BY AMOUNT IN ROW (9)

	`			
(12) T	YPE OF RE	EPORTING PERSON IN		
Schedule 13G/A	2010			DACE 24 OF 4
CUSIP No. 45337	/C12			PAGE 24 OF 42
	DODEING I	DED COM		
(1) NAME OF RE S.S. OR I. Conor Bast	R.S. IDEN	TERSON NTIFICATION NO. OF ABOVE PERSO	N	
(2) CHECK THE	APPROPRI <i>I</i>	ATE BOX IF A MEMBER OF A GROUP	,	
			(a) [] (b) [X]	
(3) SEC USE ON	1TA			
(4) CITIZENSHI		CE OF ORGANIZATION		
NUMBER OF	(5)	SOLE VOTING POWER		
SHARES		0		
BENEFICIALLY	(6)	SHARED VOTING POWER		
OWNED BY		0		
EACH	(7)	SOLE DISPOSITIVE POWER		
REPORTING		0		
PERSON WITH	(8)	SHARED DISPOSITIVE POWER 0		
(9)		AMOUNT BENEFICIALLY OWNED		
		REPORTING PERSON 0		
(10)	CHECK BOX	(IF THE AGGREGATE AMOUNT)) EXCLUDES CERTAIN SHARES		[]
		OF CLASS REPRESENTED		
	BI AMOUN]	7 IN ROW (9) 0.0%		
(12) T	YPE OF RE	EPORTING PERSON		
		IN		

Schedule 13G/A CUSIP No. 45337C12

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ITEM 1(a). NAME OF ISSUER:

Incyte Corporation (the "Company")

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

Experimental Station, Route 141 & Henry Clay Road Building E336 Wilmington, DE 19880

ITEM 2(a). NAME OF PERSON FILING:

This Statement is filed by each of the entities and persons listed below, all of whom together are referred to herein as the "Reporting Persons":

- (i) Davidson Kempner Partners, a New York limited partnership ("DKP");
- (ii) Davidson Kempner Institutional Partners, L.P., a
 Delaware limited partnership ("DKIP");
- (iii) M. H. Davidson & Co., a New York limited partnership
 ("CO");
- (iv) Davidson Kempner International, Ltd., a British Virgin Islands corporation ("DKIL");
- (v) Davidson Kempner Healthcare Fund LP, a Delaware limited partnership ("DKHF");
- (vii) MHD Management Co., a New York limited partnership
 and the general partner of DKP ("MHD");
- (ix) Davidson Kempner International Advisors, L.L.C., a
 Delaware limited liability company and the manager of
 DKIL ("DKIA");
- (x) DK Group LLC, a Delaware limited liability company and the general partner of DKHF ("DKG");
- (xi) DK Management Partners LP, a Delaware limited
 partnership and the investment manager of DKHI
 ("DKMP");

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- (xii) DK Stillwater GP LLC, a Delaware limited liability
 company and the general partner of DKMP ("DKS"); and
- Messrs. Thomas L. Kempner, Jr., Marvin H. Davidson, Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Timothy I. Levart, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein, Avram Z. Friedman and Conor Bastable (collectively, the "Principals"), who are the general partners of CO and MHD, the sole managing members of DKIA and DKG and the sole stockholders of DKAI. Messrs. Thomas L. Kempner, Jr. and Timothy I. Levart are Executive Managing Member and Deputy Executive Managing Member, respectively, of DKS. Each of Messrs. Kempner and Levart, together with Messrs. Marvin H. Davidson, Stephen M. Dowicz, Scott E. Davidson, Michael J. Leffell, Robert J. Brivio, Jr., Anthony A. Yoseloff, Eric P. Epstein, Avram Z. Friedman and Conor Bastable are limited partners of DKMP.

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE:

The address of the principal business office of each of the Reporting Persons is c/o Davidson Kempner Partners, 65 East 55th Street, 19th Floor, New York, New York 10022.

ITEM 2(c). CITIZENSHIP:

- (i) DKP a New York limited partnership
- (ii) DKIP a Delaware limited partnership
- (iii) CO a New York limited partnership
- (iv) DKIL a British Virgin Islands corporation
- (v) DKHF a Delaware limited partnership
- (vi) DKHI a Cayman Islands corporation
- (vii) MHD a New York limited partnership
- (viii) DKAI a New York corporation
- (ix) DKIA a Delaware limited liability company
- (x) DKG a Delaware limited liability company
- (xi) DKMP a Delaware limited partnership
- (xii) DKS a Delaware limited liability company
- (xiii) Thomas L. Kempner, Jr. United States
- (xiv) Marvin H. Davidson United States

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- (xv) Stephen M. Dowicz United States
- (xvi) Scott E. Davidson -United States
- (xvii) Michael J. Leffell United States
- (xviii) Timothy I. Levart United Kingdom & United States
- (xix) Robert J. Brivio, Jr. United States
- (xx) Eric P. Epstein United States
- (xxi) Anthony A. Yoseloff United States
- (xxii) Avram Z. Friedman United States
- (xxiii) Conor Bastable United States

ITEM 2(d). TITLE OF CLASS OF SECURITIES:

COMMON STOCK, PAR VALUE \$0.001

ITEM 2(e). CUSIP NUMBER:

45337C102

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO 13d-1(b) OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) [] Broker or dealer registered under Section 15 of the Act;
- (b) [] Bank as defined in Section 3(a)(6) of the Act;
- (c) [] Insurance Company as defined in Section 3(a)(19) of the Act;
- (d) [] Investment Company registered under Section 8 of the Investment Company Act of 1940;
- (f) [] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Rule 13d-1(b)(1)(ii)(F);
- (g) [] Parent Holding Company, in accordance with Rule 13d-1(b) (ii) (G);
- (h) [] Savings Associations as defined in Section 3(b) of the Federal Deposit Insurance Act;

Schedule 13G/A

CUSIP No. 45337C12 PAGE 28 OF 42 (i) [] Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940; (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J). ITEM 4. OWNERSHIP. A. DKP (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 B. DKIP (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 C. CO (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0

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                  (iv) shared power to dispose or to direct the disposition: 0
         D. DKIL
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) solepower to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
         E. DKHF
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
         F. DKHI
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
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G. MHD
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
H. DKAI
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
T. DKTA
     (a) Amount beneficially owned: 0
     (b) Percent of class: 0.0%
     (c) Number of shares as to which such person has:
         (i) sole power to vote or to direct the vote: 0
         (ii) shared power to vote or to direct the vote: 0
         (iii) sole power to dispose or to direct the disposition: 0
         (iv) shared power to dispose or to direct the disposition: 0
J. DKG
     (a) Amount beneficially owned: 0
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(b) Percent of class: 0.0%

(c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 K. DKMP (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 L. DKS (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 M. Thomas L. Kempner, Jr. (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: Schedule 13G/A CUSIP No. 45337C12 PAGE 32 OF 42 (i) sole power to vote or to direct the vote: 0

(ii) shared power to vote or to direct the vote: 0

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(iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
         N. Marvin H. Davidson
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
         O. Stephen M. Dowicz
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
                  (iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
         P. Scott E. Davidson
              (a) Amount beneficially owned: 0
              (b) Percent of class: 0.0%
              (c) Number of shares as to which such person has:
                  (i) sole power to vote or to direct the vote: 0
                  (ii) shared power to vote or to direct the vote: 0
Schedule 13G/A
CUSIP No. 45337C12
                                                                   PAGE 33 OF 42
                  (iii) sole power to dispose or to direct the disposition: 0
                  (iv) shared power to dispose or to direct the disposition: 0
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Q. Michael J. Leffell

(a) Amount beneficially owned. 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 R. Timothy I. Levart (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 S. Robert J. Brivio, Jr. (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0Schedule 13G/A CUSIP No. 45337C12 PAGE 34 OF 42 T. Eric P. Epstein (a) Amount beneficially owned: 0 (b) Percent of class: 0.0%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 U. Anthony A. Yoseloff (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 V. Avram Z. Friedman (a) Amount beneficially owned: 0 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0 (iii) sole power to dispose or to direct the disposition: 0 (iv) shared power to dispose or to direct the disposition: 0 Conor Bastable (a) Amount beneficially owned: 0 Schedule 13G/A PAGE 35 OF 42 CUSIP No. 45337C12 (b) Percent of class: 0.0% (c) Number of shares as to which such person has: (i) sole power to vote or to direct the vote: 0 (ii) shared power to vote or to direct the vote: 0

(iii) sole power to dispose or to direct the disposition: 0

(iv) shared power to dispose or to direct the disposition: 0

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

See Item 4.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATION. (if filing pursuant to Rule 13d-1(c))

Each of the Reporting Persons hereby makes the following certification:

By signing below we certify that, to the best of our knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

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

DATED: February 17, 2009

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Managing Partner

Schedule 13G/A CUSIP No. 45337C12

DAVIDSON KEMPNER INSTITUTIONAL PARTNERS, L.P. By: Davidson Kempner Advisers Inc., its General Partner /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: President M.H. DAVIDSON & CO. /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INTERNATIONAL, LTD. By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE FUND LP By: DK Group LLC, its General Partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 37 OF 42 DAVIDSON KEMPNER HEALTHCARE INTERNATIONAL LTD. By: DK Management Partners LP, its Investment Manager By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr.

Title: Executive Managing Member

/s/ Thomas L. Kempner, Jr.

Title: Managing Partner

Name: Thomas L. Kempner, Jr.

MHD MANAGEMENT CO.

33

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

DAVIDSON KEMPNER ADVISERS INC.

Title: President

DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C.

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DK GROUP LLC

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DK MANAGEMENT PARTNERS LP

By: DK Stillwater GP LLC, its general partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

DK STILLWATER GP LLC

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Executive Managing Member

/s/ Thomas L. Kempner, Jr.

Thomas L. Kempner, Jr.

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/s/ Marvin H. Davidson

Marvin H. Davidson

/s/ Stephen M. Dowicz

Stephen M. Dowicz

/s/ Scott E. Davidson

Scott E. Davidson

/s/ Michael J. Leffell

Michael J. Leffell

/s/ Timothy I. Levart

Timothy I. Levart

/s/ Robert J. Brivio, Jr.

Robert J. Brivio, Jr.

/s/ Eric P. Epstein

Eric P. Epstein

/s/ Anthony A. Yoseloff

Anthony A. Yoseloff

/s/ Avram Z. Friedman

Avram Z. Friedman

/s/ Conor Bastable

Conor Bastable

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EXHIBIT 1

JOINT ACQUISITION STATEMENT

PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: February 17, 2009

DAVIDSON KEMPNER PARTNERS By: MHD Management Co., its General Partner

/s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr.

Title: Managing Partner

DAVIDSON KEMPNER INSTITUTIONAL

Schedule 13G/A

CUSIP No. 45337C12

PARTNERS, L.P. By: Davidson Kempner Advisers Inc., its General Partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: President M.H. DAVIDSON & CO. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Managing Partner DAVIDSON KEMPNER INTERNATIONAL, LTD. By: Davidson Kempner International Advisors, L.L.C., its Investment Manager /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 40 OF 42 DAVIDSON KEMPNER HEALTHCARE FUND LP By: DK Group LLC, its General Partner /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DAVIDSON KEMPNER HEALTHCARE INTERNATIONAL LTD. By: DK Management Partners LP, its Investment Manager By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member MHD MANAGEMENT CO. /s/ Thomas L. Kempner, Jr.

Name: Thomas L. Kempner, Jr. Title: Managing Partner

DAVIDSON KEMPNER ADVISERS INC.

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Schedule 13G/A CUSIP No. 45337C12

/s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: President DAVIDSON KEMPNER INTERNATIONAL ADVISORS, L.L.C. /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK GROUP LLC /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member DK MANAGEMENT PARTNERS LP By: DK Stillwater GP LLC, its general partner /s/ Thomas L. Kempner, Jr. _____ Name: Thomas L. Kempner, Jr. Title: Executive Managing Member PAGE 41 OF 42 DK STILLWATER GP LLC /s/ Thomas L. Kempner, Jr. Name: Thomas L. Kempner, Jr. Title: Executive Managing Member /s/ Thomas L. Kempner, Jr._____ Thomas L. Kempner, Jr. /s/ Marvin H. Davidson _____ Marvin H. Davidson /s/ Stephen M. Dowicz _____ Stephen M. Dowicz /s/ Scott E. Davidson _____ Scott E. Davidson /s/ Michael J. Leffell

Michael J. Leffell

/s/ Timothy I. Levart

Timothy I. Levart

/s/ Robert J. Brivio, Jr.

Robert J. Brivio, Jr.

/s/ Eric P. Epstein

Eric P. Epstein

/s/ Anthony A. Yoseloff

Anthony A. Yoseloff

/s/ Avram Z. Friedman

/s/ Conor Bastable

Conor Bastable