

HAHN ELLIOT F  
Form 4  
March 25, 2011

**FORM 4**

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

OMB APPROVAL

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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 \*  
HAHN ELLIOT F

(Last) (First) (Middle)  
303A 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)  
03/23/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 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)
Common Stock, \$.001 par value per share	03/23/2011		A	2,000 (1)	\$ 0 21,333	D	
Common Stock, \$.001 par value per share					48,896	I	By: Grantor Retained Annuity Trust (2)
Common Stock,					48,895	I	By: Grantor

\$.001 par value per share

Retained Annuity Trust <sup>(3)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HAHN ELLIOT F 303A COLLEGE ROAD EAST PRINCETON, NJ 08540		X		

## Signatures

Bryce Roberts, Attorney in Fact for Elliot F. Hahn  
Date: 03/25/2011

\_\_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) This restricted stock award was granted under the Company's 2007 Equity Incentive Plan, as amended. The shares subject to the restricted stock award vest on the following schedule: 50% on the first anniversary of the date of grant, 25% on the second anniversary, and 25% on the third anniversary, provided that the Grantee is and has remained in continuous service to the Company as a Director as of such anniversary.

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- (2) The shares are owned by Elliot F. Hahn TTEE FBO Elliot F. Hahn Retained Annuity Trust 1 U/A/D 12/10/2010. Elliot F. Hahn is the sole trustee of the trust.
- (3) The shares are owned by Elliot F. Hahn TTEE FBO Elliot F. Hahn Retained Annuity Trust 2 U/A/D 12/10/2010. Elliot F. Hahn is the sole trustee of the trust.

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.