

NEUROCRINE BIOSCIENCES INC

Form 4

December 19, 2014

**FORM 4****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

## OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GORMAN KEVIN CHARLES**

(Last) (First) (Middle)

**NEUROCRINE  
BIOSCIENCES, 12780 EL  
CAMINO REAL**

(Street)

**SAN DIEGO, CA 92130**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**NEUROCRINE BIOSCIENCES  
INC [NBIX]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/18/2014**

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)

**PRESIDENT AND CEO**

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 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	12/18/2014		M	25,000 A	\$ 2.59 205,952	D	
Common Stock	12/18/2014		S <sup>(3)</sup>	25,000 D	\$ 23.24 180,952	D	
Common Stock	12/18/2014		M	30,000 A	\$ 5.12 210,952	D	
Common Stock	12/18/2014		S <sup>(3)</sup>	30,000 D	\$ 23.24 180,952	D	

Edgar Filing: NEUROCRINE BIOSCIENCES INC - Form 4

(4)

Common Stock	12/18/2014	M	15,000	A	\$ 5.12	195,952	D
-----------------	------------	---	--------	---	---------	---------	---

Common Stock	12/19/2014	S <sup>(3)</sup>	15,000	D	\$ 24.01	180,952	D
-----------------	------------	------------------	--------	---	-------------	---------	---

(5)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Nonqualified Stock Option	\$ 2.59	12/18/2014		M	25,000	(1) 05/11/2017	Common Stock 25,000
Incentive Stock Option	\$ 5.12	12/18/2014		M	15,526	(2) 02/27/2015	Common Stock 15,526
Nonqualified Stock Option	\$ 5.12	12/18/2014		M	14,474	(2) 02/27/2015	Common Stock 14,474
Incentive Stock Option	\$ 5.12	12/19/2014		M	15,000	(2) 02/27/2015	Common Stock 15,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GORMAN KEVIN CHARLES NEUROCRINE BIOSCIENCES 12780 EL CAMINO REAL SAN DIEGO, CA 92130	X PRESIDENT AND CEO

## Signatures

Timothy P. Coughlin, By Power of  
Attorney

12/19/2014

\_\_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) The option was granted May 11, 2010 and vested in 36 equal monthly installments beginning June 11, 2010.

(2) The option was granted February 27, 2008 and vested in 36 equal monthly installments beginning March 27, 2008.

(3) The disposition reported in this Form 4 was effected by a broker pursuant to instructions set forth in a Rule 10b5-1 trading plan adopted by the Reporting Person at least 90 days prior to the transaction date in Box 3 above. Additionally, Issuer policy restricts the Reporting Person from amending, canceling, suspending or otherwise modifying any 10b5-1 trading plan subsequent to adoption of the plan.

Represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.54 to \$23.97. The  
(4) Reporting Person has provided to the issuer, and will provide to any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

Represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.00 to \$24.06. The  
(5) Reporting Person has provided to the issuer, and will provide to any security holder of the issuer or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

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.