

NEUROCRINE BIOSCIENCES INC
 Form 4
 December 12, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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 *
O'Brien Christopher Flint

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/10/2014

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

NEUROCRINE BIOSCIENCES, INC., 12780 EL CAMINO REAL

(Street)

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

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

SAN DIEGO, CA 92130

(City) (State) (Zip)

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	12/10/2014		M	125	A	\$ 2.59	96,669 D
Common Stock	12/10/2014		S ⁽²⁾	125	D	\$ 22	96,544 D
Common Stock	12/10/2014		M	20,000	A	\$ 2.59	116,544 D
Common Stock	12/10/2014		S ⁽²⁾	20,000	D	\$ 21.55	96,544 D
	12/11/2014		M	9,973	A	\$ 2.59	106,517 D

Common Stock							
Common Stock	12/11/2014	S ⁽²⁾	9,973	D	\$ 22.1 (4)	96,544	D
Common Stock	12/11/2014	M	9,902	A	\$ 2.59	106,446	D
Common Stock	12/11/2014	S ⁽²⁾	9,902	D	\$ 22.1 (5)	95,644	D

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 Security (Instr. 3 and 4)	Amount or Number of Shares
Nonstatutory Stock Option	\$ 2.59	12/10/2014		M ⁽¹⁾	125	06/11/2010 05/11/2017	Common Stock	125
Nonstatutory Stock Option	\$ 2.59	12/10/2014		M ⁽¹⁾	20,000	06/11/2010 05/11/2017	Common Stock	20,000
Nonstatutory Stock Option	\$ 2.59	12/11/2014		M ⁽¹⁾	9,973	06/11/2010 05/11/2017	Common Stock	9,973
Incentive Stock Option	\$ 2.59	12/11/2014		M ⁽¹⁾	9,902	06/11/2010 05/11/2017	Common Stock	9,902

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OBrien Christopher Flint NEUROCRINE BIOSCIENCES, INC. 12780 EL CAMINO REAL			Chief Medical Officer	

SAN DIEGO, CA 92130

Signatures

Timothy P. Coughlin, By Power of
Attorney

12/12/2014

__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) Exercise or conversion of derivative security exempted pursuant to Rule 16b-3

The dispositions reported in this Form 4 were 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.

(3) 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 \$21.50 to \$21.79. 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 \$22.00 to \$22.07. 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.

Represents a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.07 to \$22.38. The

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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