

ACADIA PHARMACEUTICALS INC
Form 4
December 17, 2014

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 *
GRAY MARY ANN

2. Issuer Name and Ticker or Trading Symbol
ACADIA PHARMACEUTICALS INC [ACAD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
11085 TORREYANA ROAD #100

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/15/2014

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

SAN DIEGO, CA 92121

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

(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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/15/2014		M		1,500	A	\$ 7.67 1,500
Common Stock	12/15/2014		M		6,500	A	\$ 8.85 8,000
Common Stock	12/15/2014		M		4,250	A	\$ 11 12,250
Common Stock	12/15/2014		S ⁽¹⁾		12,250	D	\$ 31.74 0
							<u>(2)</u>

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

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(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. Amount or Number of Shares
Stock option (right to buy)	\$ 7.67	12/15/2014		M	1,500	⁽³⁾ 04/26/2015	Common Stock	1,500
Stock option (right to buy)	\$ 8.85	12/15/2014		M	6,500	⁽⁴⁾ 06/09/2015	Common Stock	6,500
Stock option (right to buy)	\$ 11	12/15/2014		M	4,250	⁽⁵⁾ 09/08/2015	Common Stock	4,250

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GRAY MARY ANN
11085 TORREYANA ROAD #100
SAN DIEGO, CA 92121

Signatures

/s/ Glenn F. Baity,
Attorney-in-Fact

12/17/2014

**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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person in 2014.

The price reported in column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$30.80 to \$32.74 per share, inclusive. The reporting person undertakes to provide ACADIA Pharmaceuticals Inc., any security holder of ACADIA Pharmaceuticals Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the foregoing range.

(3) One-third of the shares subject to the stock option vested and became exercisable on April 27, 2006. Thereafter, the remaining shares subject to the stock option vested and became exercisable in 8 equal quarterly installments.

(4) 25% of the shares subject to the stock option vested and became exercisable at the end of each 3-month period following the date of grant of June 10, 2005.

(5) 100% of the shares subject to the stock option vested and became exercisable on September 9, 2006.

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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