NEUROCRINE BIOSCIENCES INC
Form 4
December 19, 2014

FORM 4

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

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

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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).

(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)

__X__ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
PRESIDENT AND CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/18/2014		M		25,000	A	$ 2.59	205,952	D	
Common Stock	12/18/2014		S[3]		25,000	D	$ 23.24 [4]	180,952	D	
Common Stock	12/18/2014		M		30,000	A	$ 5.12	210,952	D	
Common Stock	12/18/2014		S[3]		30,000	D	$ 23.24	180,952	D	

						(4)		
Common Stock	12/18/2014	M	15,000	A	$ 5.12	195,952	D	
Common Stock	12/19/2014	S(3)	15,000	D	$ 24.01 (5)	180,952	D	

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

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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 Securitie (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Sha
Nonqualified Stock Option	$ 2.59	12/18/2014		M			25,000	(1)	05/11/2017	Common Stock	25,00
Incentive Stock Option	$ 5.12	12/18/2014		M			15,526	(2)	02/27/2015	Common Stock	15,52
Nonqualified Stock Option	$ 5.12	12/18/2014		M			14,474	(2)	02/27/2015	Common Stock	14,47
Incentive Stock Option	$ 5.12	12/19/2014		M			15,000	(2)	02/27/2015	Common Stock	15,00

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.

(4) Represents a weighted average price. These shares were sold in multiple transactions at prices ranging from $22.54 to $23.97. The 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.

(5) Represents a weighted average price. These shares were sold in multiple transactions at prices ranging from $24.00 to $24.06. The 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.
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