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(h)

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* <u>Grigoriadis Dimitri E.</u>							2. Issuer Name and Ticker or Trading Symbol NEUROCRINE BIOSCIENCES INC [ NBIX ]							all applic Directo Officer	able)	10% Owner ve title Other (specify			
(Last) (First) (Middle) 12780 EL CAMINO REAL						3. Date of Earliest Transaction (Month/Day/Year) 02/06/2019								X Officer (give title Other (specify below)  Chief Research Officer					
(Street) SAN DIEGO CA 92130					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)							Indiv ne) X	vidual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person					
(City)	(5		(Zip)	lon Deri	ivativ	o Soc	viritios	- A c	auired D	ienoeed o	of or B	eneficia	lly (	)wnod					
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye					tion	2A. E Exec if any	eemed ution Dat	te,	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			5. Amou Securiti Benefici Owned		nt of es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								Code V	Amount	(A) or (D)	Price		Reporte Transac (Instr. 3	ction(s)			(Instr. 4)		
Common Stock 02/06/201						19		S <sup>(1)</sup>	531	D	\$84.033	331 <sup>(2)</sup> 120		),065	D				
		-	Table I							posed of, , converti			y O	wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	emed ion Date, /Day/Year)	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exer Expiration E (Month/Day)	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		De	Price of erivative ecurity estr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	y C	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares							
Stock Option	\$81.05	02/07/2019			A		50,005		(3)	02/07/2029	Commo Stock	<sup>n</sup> 50,005	5	\$0.00	50,005		D		
Restricted Stock Unit	(4)	02/07/2019			A		9,254		(5)	(5)	Commo Stock	<sup>n</sup> 9,254		\$0.00	9,254		D		

## **Explanation of Responses:**

- 1. Sale of 531 shares of common stock issued upon vesting of 1,525 restricted stock units on February 6, 2019 to cover payroll and withholding taxes, with the balance of the shares (994) maintained by the Reporting Person; 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 2 above. Additionally, Issuer policy restricts the Reporting Person from amending or otherwise modifying any 10b5-1 trading plan subsequent to adoption of the plan.
- 2. Represents a weighted average sales price per share. These shares were sold in multiple transactions at prices ranging from \$80.98 to \$85.76. 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.
- 3. Represents option of which 1/48th of the shares underlying the option becomes vested and exercisable on March 7, 2019 and an additional 1/48th of the shares underlying the option becomes vested and excercisable each month thereafter.
- 4. Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer Common Stock.
- 5. The Restricted Stock Units will vest annually at 1/4 of the units vesting on each of February 7, 2020, February 7, 2021, February 7, 2022, and February 7, 2023.

## Remarks:

/s/ Darin Lippoldt, Attorney-in-02/08/2019 <u>Fact</u>

\*\* Signature of Reporting Person

Date

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

- \* 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).

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

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 Number.