SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287									
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hours per response:	0.5									

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

		Table I - Non-I	Derivative Securities Acquired, Disposed of, or Benefi	cially (Owned		
(City)	(State) (Zip)				Form filed by More than One Reporting Person		
(Street) SAN DIEGO	СА	92130	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filir Form filed by One Re		
(Last) (First) (Middle) 12780 EL CAMINO REAL		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/13/2023		below) Chief Executiv	below) ve Officer	
1. Name and Address of Reporting Person* <u>GORMAN KEVIN CHARLES</u>			2. Issuer Name and Ticker or Trading Symbol <u>NEUROCRINE BIOSCIENCES INC</u> [NBIX]		ationship of Reporting Pe (all applicable) Director Officer (give title	10% Owner Other (specify	
Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940		<u> </u>		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Beneficially Owned Following	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	 Reported Transaction(s) (Instr. 3 and 4) 		(11150.4)

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. Transa Code (8)		Derivative		6. Date Exerc Expiration Da (Month/Day/\	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	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		Transaction(s) (Instr. 4)		
Stock Option	\$103.52	02/13/2023		Α		133,656		(1)	02/13/2033	Common Stock	133,656	\$0.00	133,656	D	
Restricted Stock Unit	(2)	02/13/2023		Α		21,506		(3)	(3)	Common Stock	21,506	\$0.00	21,506	D	

Explanation of Responses:

1. Represents option of which 1/48th of the shares underlying the option becomes vested and exercisable on March 13, 2023 and an additional 1/48th of the shares underlying the option becomes vested and exercisable each month thereafter.

2. Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer Common Stock.

3. The Restricted Stock Units will vest annually at 1/4 of the units vesting on each of February 13, 2024, February 13, 2025, February 13, 2026, and February 13, 2027.

Remarks:

/s/ Darin Lippoldt, Attorney-in-02/15/2023

Fact

** 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.