

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

NEUROCRINE BIOSCIENCES, INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

0064125C1

(CUSIP Number)

*THE REMAINDER OF THIS COVER PAGE SHALL BE FILLED OUT FOR A REPORTING PERSON'S INITIAL FILING ON THIS FORM WITH RESPECT TO THE SUBJECT CLASS OF SECURITIES, AND FOR ANY SUBSEQUENT AMENDMENT CONTAINING INFORMATION WHICH WOULD ALTER DISCLOSURES PROVIDED IN A PRIOR COVER PAGE.

THE INFORMATION REQUIRED ON THE REMAINDER OF THIS COVER PAGE SHALL NOT BE DEEMED TO BE "FILED" FOR THE PURPOSE OF SECTION 18 OF THE SECURITIES EXCHANGE ACT OF 1934 ("ACT") OR OTHERWISE SUBJECT TO THE LIABILITIES OF THAT SECTION OF THE ACT BUT SHALL BE SUBJECT TO ALL OTHER PROVISIONS OF THE ACT (HOWEVER, SEE THE NOTES).

(CONTINUED ON FOLLOWING PAGES)

Page 1 of 17 Pages
Exhibit Index Contained on Page 14

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

 Kleiner Perkins Caufield & Byers VI, L.P., a
 California Limited Partnership ("KPCB VI")
 94-3157816

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 California Limited Partnership

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER	- 0 -
	6	SHARED VOTING POWER	- 0 -
	7	SOLE DISPOSITIVE POWER	- 0 -
	8	SHARED DISPOSITIVE POWER	- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON
 - 0 -

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES*
 / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 - 0 -

12 TYPE OF REPORTING PERSON*
 PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 KPCB VI Associates, L.P., a California Limited
 Partnership ("KPCB VI Associates") 94-3158010

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 California Limited Partnership

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER	- 0 -
	6	SHARED VOTING POWER	- 0 -
	7	SOLE DISPOSITIVE POWER	- 0 -
	8	SHARED DISPOSITIVE POWER	- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON
 - 0 -

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES*
 / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0%

12 TYPE OF REPORTING PERSON*
 PN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Brook H. Byers

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER	17,945
	6	SHARED VOTING POWER 4,005 shares indirectly held through the Brook H. Byers Trust. Mr. Byers disclaims beneficial ownership of these shares.	
	7	SOLE DISPOSITIVE POWER	17,945
	8	SHARED DISPOSITIVE POWER 4,005 shares indirectly held through the Brook H. Byers Trust. Mr. Byers disclaims beneficial ownership of these shares.	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON 21,950

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 .1%

12 TYPE OF REPORTING PERSON* IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Vinod Khosla

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

NUMBER OF	5	SOLE VOTING POWER	- 0 -
SHARES	6	SHARED VOTING POWER	- 0 -
BENEFICIALLY			
OWNED BY EACH	7	SOLE DISPOSITIVE POWER	- 0 -
REPORTING			
PERSON	8	SHARED DISPOSITIVE POWER	- 0 -
WITH			

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON - 0 -

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 - 0 -

12 TYPE OF REPORTING PERSON* IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1	NAME OF REPORTING PERSON SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON		
	E. Floyd Kvamme		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*		
		(a) / /	(b) /X/
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States		
	5 SOLE VOTING POWER		17,618
	6 SHARED VOTING POWER		- 0 -
	7 SOLE DISPOSITIVE POWER		17,618
	8 SHARED DISPOSITIVE POWER		- 0 -
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		17,618
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	/ /	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		.1%
12	TYPE OF REPORTING PERSON*		IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 L. John Doerr

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER	- 0 -
	6 SHARED VOTING POWER 6,474 shares held indirectly through the Doerr Trust dtd. 3/16/92. Mr. Doerr disclaims beneficial ownership of these shares.	
	7 SOLE DISPOSITIVE POWER	- 0 -
	8 SHARED DISPOSITIVE POWER 6,474 shares held indirectly through the Doerr Trust dtd. 3/16/92. Mr. Doerr disclaims beneficial ownership of these shares.	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON
 6,474

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 .04%

12 TYPE OF REPORTING PERSON* IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Joseph S. Lacob

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

NUMBER OF	5	SOLE VOTING POWER	23,627
SHARES	6	SHARED VOTING POWER	
BENEFICIALLY			- 0 -
OWNED BY EACH	7	SOLE DISPOSITIVE POWER	23,627
REPORTING	8	SHARED DISPOSITIVE POWER	
PERSON			- 0 -
WITH			

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON 23,627

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 .14%

12 TYPE OF REPORTING PERSON* IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 Bernard Lacroute

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

5	SOLE VOTING POWER	23,623
6	SHARED VOTING POWER	- 0 -
7	SOLE DISPOSITIVE POWER	23,623
8	SHARED DISPOSITIVE POWER	- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON
 23,623

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 .14%

12 TYPE OF REPORTING PERSON*
 IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 SS OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
 James P. Lally

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a) / / (b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
 United States

5	SOLE VOTING POWER	35,751
6	SHARED VOTING POWER	- 0 -
7	SOLE DISPOSITIVE POWER	33,751
8	SHARED DISPOSITIVE POWER	- 0 -

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH
 REPORTING PERSON
 33,751

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)
 EXCLUDES CERTAIN SHARES* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 .20%

12 TYPE OF REPORTING PERSON*
 IN

* SEE INSTRUCTIONS BEFORE FILLING OUT!

ITEM 1(A). NAME OF ISSUER.

Neurocrine Biosciences, Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES.

3050 Science Park Road
San Diego, California 92121

ITEM 2(A)-(C). NAME, ADDRESS AND CITIZENSHIP OF PERSONS FILING.

This statement is being filed by KPCB VI Associates, L.P., a California Limited Partnership ("KPCB VI Associates"), whose principal business address is 2750 Sand Hill Road, Menlo Park, California 94025. The names, business addresses and citizenships of all the general partners of KPCB VI Associates, are set forth on Exhibit B hereto.

KPCB VI Associates is general partner to Kleiner Perkins Caufield & Byers VI, L.P., a California limited partnership ("KPCB VI").

ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER.

Common Stock
CUSIP # 00064125C1

ITEM 3. NOT APPLICABLE.

ITEM 4. OWNERSHIP.

Please see Item 5.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

This Statement is being filed to report the fact that as of the date hereof each reporting person has ceased to be a beneficial owner of more than five percent of the Common Stock of Neurocrine Biosciences, Inc.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Not Applicable - see Item 5.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

ITEM 10. CERTIFICATION.

Not applicable.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 10, 1998

KPCB VI ASSOCIATES, L.P.,
A CALIFORNIA LIMITED PARTNERSHIP

By: /s/ Brook H. Byers

A General Partner

BROOK H. BYERS
VINOD KHOSLA
E. FLOYD KVAMME
L. JOHN DOERR
JOSEPH S. LACOB
BERNARD LACROUTE
JAMES P. LALLY

By: /s/ Michael S. Curry

Michael S. Curry
Attorney-in-Fact

KLEINER PERKINS CAUFIELD & BYERS
VI, L.P., A CALIFORNIA LIMITED
PARTNERSHIP

By KPCB VI Associates, L.P., a California
limited partnership, its General Partner

By: /s/ Brook H. Byers

A General Partner

EXHIBIT INDEX

Exhibit -----	Found on Sequentially Numbered Page -----
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Exhibit B: List of General Partners of KPCB VI Associates	16

EXHIBIT A

AGREEMENT OF JOINT FILING

The undersigned hereby agree that they are filing jointly pursuant to Rule 13d-1 of the Act the statement dated February 10, 1998, containing the information required by Schedule 13G, for the shares of Common Stock of Neurocrine Biosciences, Inc. previously held by Kleiner Perkins Caufield & Byers VI, L.P., a California limited partnership, and, with respect to the general partners, such other holdings as are reported therein.

Date: February 10, 1998

KPCB VI ASSOCIATES, L.P.,
A CALIFORNIA LIMITED PARTNERSHIP

By: /s/ Brook H. Byers

A General Partner

BROOK H. BYERS
VINOD KHOSLA
E. FLOYD KVAMME
L. JOHN DOERR
JOSEPH LACOB
BERNARD LACROUTE
JAMES P. LALLY

By: /s/ Michael S. Curry

Michael S. Curry
Attorney-in-Fact

KLEINER PERKINS CAUFIELD & BYERS
VI, L.P., A CALIFORNIA LIMITED
PARTNERSHIP

By KPCB VI Associates, L.P., a California
limited partnership, its General Partner

By: /s/ Brook H. Byers

A General Partner

EXHIBIT B

General Partners of
KPCB VI ASSOCIATES, A CALIFORNIA LIMITED PARTNERSHIP

Set forth below, with respect to each general partner of KPCB VI Associates, is the following: (a) name; (b) business address and (c) citizenship.

1. (a) Brook H. Byers
(b) c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, CA 94025
(c) United States Citizen
2. (a) Vinod Khosla
(b) c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, CA 94025
(c) United States Citizen
3. (a) E. Floyd Kvamme
(b) c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, CA 94025
(c) United States Citizen
4. (a) L. John Doerr
(b) c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, CA 94025
(c) United States Citizen
5. (a) Joseph Lacob
(b) c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, CA 94025
(c) United States Citizen

6. (a) Bernard Lacroute
(b) c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, CA 94025
(c) United States Citizen

7. (a) James P. Lally
(b) c/o Kleiner Perkins Caufield & Byers
2750 Sand Hill Road
Menlo Park, CA 94025
(c) United States Citizen