SEC Form 4

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

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

1. Name and Address of Reporting Person* ROBERTS EIRY (Last) (First) (Middle)						2. Issuer Name and Ticker or Trading Symbol <u>NEUROCRINE BIOSCIENCES INC</u> [NBIX]							of Reporting icable) or r (give title)	g Perso	on(s) to Iss 10% Ov Other (s below)	/ner		
(Last) 12780 E	L CAMINO	irst) D REAL	3. Date of Earliest Transaction (Month/Day/Year) 01/31/2022								Chief Med	lical C	Officer					
(Street)						4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)					
SAN DI							X Form	filed by One	e Repor	rting Perso	n							
(City)	(S	State)	(Zip)									Form Perso	filed by Mor n	e than	One Repor	ting		
		Tal	ole I - Nor	n-Deriva	ative Se	ecurities Ac	quired,	Disp	osed o	f, or Ber	eficia	lly Owne	d					
1. Title of Security (Instr. 3) Date (Month/D						2A. Deemed Execution Date, if any (Month/Day/Year	Code	4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)			Benefic Owned	es ially Following	Form:	Direct Indirect tr. 4)	7. Nature of Indirect Beneficial Ownership			
						Code V Amount				(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)		
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of 2. 3. Transaction 3A. Deemed 4 Derivative Conversion Date Execution Date 4			ransaction			6. Date Exercisable and 7. Title				t 8. Price of Derivative	9. Number		10. Ownership	11. Nature				

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Iransaction 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. Ittle and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		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	\$79.02	01/31/2022		A		75,411		(1)	01/31/2032	Common Stock	75,411	\$0.00	75,411	D	
Restricted Stock Unit	(2)	01/31/2022		A		11,074		(3)	(3)	Common Stock	11,074	\$0.00	11,074	D	

Explanation of Responses:

1. Represents option of which 1/48th of the shares underlying the option becomes vested and exercisable on February 28, 2022 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 January 31, 2023, January 31, 2024, January 31, 2025, and January 31, 2026.

Remarks:

/s/ Darin Lippoldt, Attorney-in-Fact 02/02/2022

** 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.