SEC Form 4	
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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 [*] ABERNETHY MATT (Last) (First) (Middle) 12780 EL CAMINO REAL						2. Issuer Name and Ticker or Trading Symbol <u>NEUROCRINE BIOSCIENCES INC</u> [NBIX] 3. Date of Earliest Transaction (Month/Day/Year) 02/13/2024							neck all C	applic Directo Officer Delow)	able)	-	on(s) to Iss 10% Ov Other (s below) Officer	vner	
F F F					4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(City) (State) (Zip) Rule 10b5-1(c) Transaction Indication Image: Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													d to					
1. Title of Security (Instr. 3) Date (Month/Day/Ye						Execution Date,		ə,	3. Transaction Code (Instr. 8)				Benefic		ties Fo cially (D Following (I)		n: Direct r Indirect Istr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code V	Amount	(A) or (D)	Price	Transac (Instr. 3		tion(s)				
Common Stock 02/13/2024					024	24			S ⁽¹⁾	1,352	D	\$132.848	8488 ⁽²⁾ 31		1,528		D		
	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)	Execu if any	eemed ition Date, h/Day/Year)	4. Transa Code (8)			ive ies ed ed nstr.	6. Date Exe Expiration (Month/Day		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		t 8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	ly	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	\$133.84	02/13/2024			Α		45,058		(3)	02/13/2034	Commo Stock		\$	0	45,058		D		
Restricted Stock Unit	(4)	02/13/2024			Α		8,966		(5)	(5)	Commo Stock		\$	0	8,966		D		

Explanation of Responses:

1. Sale of 1,352 shares of common stock issued upon vesting of 2,566 restricted stock units on February 13, 2024 to cover payroll and withholding taxes, with the balance of the shares (1,214) 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 on March 15, 2023. 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 \$129.96 to \$133.95. 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 13, 2024 and an additional 1/48th of the shares underlying the option becomes vested and exercisable 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 13, 2025, February 13, 2026, February 13, 2027, and February 13, 2028.

Remarks:

/s/ Darin Lippoldt, Attorney-in-02/15/2024

Date

Fact
** Signature of Reporting Person

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.

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