SEC Form 4

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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(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

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	ss of Reporting Perso	n*	2. Issuer Name and Ticker or Trading Symbol <u>NEUROCRINE BIOSCIENCES INC</u> [NBIX	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
MOLLICA JOSEPH A			1	Х	Director	10% Owner		
			1		Officer (give title	Other (specify		
(Last) PO BOX 1182	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/10/2016		below)	below)		
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing	(Check Applicable		
PRINCETON	NJ	08542		Х	Form filed by One Repor	ting Person		
					Form filed by More than	One Reporting		
(City)	(State)	(Zip)			Person			

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(11501 4)
Common Stock	02/10/2016		М	v	20,000	A	\$3.07	39, 175 ⁽¹⁾	D	
Common Stock	02/10/2016		F	v	1,821	D	\$33.7	37 , 354 ⁽¹⁾	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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	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	\$3.07	02/10/2016		М	v		20,000	06/29/2009	05/29/2016	Common Stock	20,000	\$0.00	0	D	

Explanation of Responses:

1. The share issuance reported on Table I reflects shares issued upon the exercise of options granted on May 29, 2009, which, if unexercised, would have expired on May 29, 2016. The option exercises are reported on Table II. These option exercises were pursuant to a new issuance arrangement effected under the issuer's equity incentive plan. The number of shares issued pursuant to the net issuance arrangement was calculated as follows: the option exercise price (\$3.07) was subtracted from the February 10, 2016 market close price (\$33.70) and this net amount of (\$30.63) was then multiplied by the number of options (20,000), with the resulting amount then divided by the market close price to result in a net issuance of 18,179 shares to optionee. The 1,821 shares underlying the remaining portion of the options are not available for reissuance, and no shares are sold into the market as part of the exercise in connection with net issuance program.

Remarks:

/s/ Darin Lippoldt, Attorney-In-Fact 02/12/2016

** 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.