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

**OMB APPROVAL** OMB Number: Estimated average burden hours per response: 0.5

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

Name and Address of Reporting Person*     MITCHELL W THOMAS									ker or Trad				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
WITCHELL W THOWAS															or		10% Ow	ner	
(Last)	(Last) (First) (Middle)						Date of Earliest Transaction (Month/Day/Year)								Officer (give title below)			pecify	
48030 P	08/2	08/28/2009																	
(Street)							4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)				
LA QUINTA CA 92253														X Form filed by One Reporting Person				۱	
(City) (State) (Zip)														Form filed by More than One Reporting Person					
		Tab	le I - Non	-Deriva	ative	Sec	curit	ies Ac	quired,	Dis	posed o	f, or Be	neficia	ly Owned					
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						Execution Date			Code (Instr.   5)			ties Acquire I Of (D) (Ins	ed (A) or tr. 3, 4 and	Securitie Benefici Owned F	Securities Beneficially Owned Following		: Direct r Indirect   I str. 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount	(A) or (D)			eported ansaction(s) nstr. 3 and 4)		[	(Instr. 4)	
		•	Table II - D									or Bene ble secu		Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate, Tr	ransact ode (In				6. Date Exercisa Expiration Date (Month/Day/Year		e of Securit		es J Security	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)	Beneficial Ownership (Instr. 4)	
				c	ode \	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amount or Number of Shares						
Stock Option (right to buy)	\$48.51	08/28/2009			D			12,000	06/22/200	3 0	05/22/2013	Common Stock	12,000	\$0.0042 <sup>(1)</sup>	0		D		
Stock Option (right to	\$37.37	08/28/2009			D			12,000	06/25/200	5 0	5/25/2015	Common Stock	12,000	<b>\$</b> 0.0042 <sup>(1)</sup>	0		D		

## **Explanation of Responses:**

1. The option was cancelled by mutual agreement of the reporting person and Neurocrine Biosciences, Inc. The reporting person received \$100 as total consideration for all cancellations.

## Remarks:

Margaret E. Valeur-Jensen, By Power of Attorney

09/01/2009

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.