

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

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

NEUROCRINE BIOSCIENCES, INC.
(Name of Issuer)

Common Stock, No Par Value
(Title of Class of Securities)

64125C109
(CUSIP Number)

Wayne P. Merkelson
Novartis Corporation
556 Morris Avenue
Summit, NJ 07901-1398
Telephone: (908) 277-2502
(Name, Address and Telephone Number of
Person Authorized to Receive Notices and
Communications)

Copy to:

David W. Heleniak
Shearman & Sterling
599 Lexington Avenue
New York, New York 10022
Telephone: (212) 848-4000

May 9, 1997
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box .

CUSIP No. 64125C109

- (1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
Novartis AG
- (2) Check the Appropriate Box if a Member of Group (See Instructions)
- (a)
- (b)
- (3) SEC Use Only
- (4) Sources of Funds (See Instructions) 00
- (5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items 2(d) or 2(e).
- (6) Citizenship or Place of Organization Switzerland

Number of Shares Beneficially Owned by Each Reporting Person With	(7)	Sole Voting Power	1,121,353
	(8)	Shared Voting Power	342,559
	(9)	Sole Dispositive Power	1,121,353
	(10)	Shared Dispositive Power	342,559

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 1,463,912

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) -----

(13) Percent of Class Represented by Amount in Row (11)
8.6%

(14) Type of Reporting Person (See Instructions) C0

(1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
Novartis Pharmaceuticals Corporation

(2) Check the Appropriate Box if a Member of Group (See Instructions)

(a) -----

(b) -----

(3) SEC Use Only

(4) Sources of Funds (See Instructions) 00

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items
2(d) or 2(e).

(6) Citizenship or Place of Organization Delaware

Number of	(7)	Sole Voting Power	-0-
Shares			
Beneficially	(8)	Shared Voting Power	342,559
Owned by			
Each	(9)	Sole Dispositive Power	-0-
Reporting			
Person	(10)	Shared Dispositive Power	342,559
With			

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 1,463,912

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See
Instructions)

(13) Percent of Class Represented by Amount in Row (11)
8.6%

(14) Type of Reporting Person (See Instructions) C0

Item 1. Security and Issuer

This Amendment No. 1 amends the Statement on Schedule 13D (the "Schedule 13D") filed with the Securities and Exchange Commission on June 10, 1996 by Ciba-Geigy Limited. This Amendment No. 1 to Schedule 13D relates to shares of common stock, no par value (the "Common Stock"), of Neurocrine Biosciences, Inc. (the "Issuer"). The principal executive office and mailing address of the Issuer is 3050 Science Park Road, San Diego, California 92121. The following amendments to Items 1, 2, 3 and 5 and Schedules I and II of the Schedule 13D are hereby made. Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Schedule 13D.

Item 2. Identity and Background.

Item 2 of the Schedule 13D is amended as follows:

Novartis AG ("Novartis") is the successor by merger to Ciba-Geigy Limited resulting from the merger of Sandoz Ltd. and Ciba-Geigy Limited into Novartis on December 20, 1996. The principal offices of Novartis are located at Schwarzwaldallee 215, CH-4002, Basel, Switzerland. The principal business of Novartis is Life Sciences, which includes pharmaceuticals, consumer health and vision care products, agribusiness (including crop protection, animal health and seeds) and nutrition products.

Novartis Pharmaceuticals Corporation is an indirect wholly owned subsidiary of Novartis. The principal offices of Novartis Pharmaceuticals Corporation are located at 59 Route 10, East Hanover, New Jersey 07936. The principal business of Novartis Pharmaceuticals Corporation is the development, marketing and sales of pharmaceutical products.

Neither Novartis nor, to the best knowledge of Novartis, any of the persons listed on Schedule I or Schedule II hereto during the past five years has been convicted of any criminal proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or other Consideration.

On May 9, 1997, as part of a distribution from Avalon Medical Partners, Novartis Pharmaceuticals Corporation received 342,559 shares of Common Stock of the Issuer. Avalon Medical Partners is an investment partnership in which Novartis Pharmaceuticals Corporation had a 50% interest.

Item 5. Interest in Securities of the Issuer.

(a) Novartis beneficially owns 1,121,353 shares of Common Stock and Novartis Pharmaceuticals Corporation owns 342,559 shares of Common Stock. Together the shares of Common Stock held by Novartis and Novartis Pharmaceuticals Corporation constitute approximately 8.6% of the outstanding Common Stock of the Issuer.

(b) Novartis has sole power to vote and dispose of 1,121,353 shares of Common Stock owned by it. Novartis and Novartis Pharmaceuticals Corporation share power to vote and dispose of 342,559 shares of Common Stock.

(c) Neither Novartis, Novartis Pharmaceuticals Corporation, nor, to the best knowledge of Novartis and Novartis Pharmaceuticals Corporation, any of the persons listed on Schedules I and II hereto, has effected any transaction in the Common Stock in the past 60 days.

(d) No person other than the record owners referred to herein is known to have the right to receive or the power to direct the receipt of dividends from or proceeds of the sale of shares of Common Stock.

(e) Not applicable.

SIGNATURE

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: January 21, 1998

NOVARTIS AG

By /s/ Urs Barlocher

Name: Urs Barlocher
Title: General Counsel

By /s/ Christoph Maeder

Name: Christoph Maeder
Title: Senior Corporate Counsel

SIGNATURE

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.

NOVARTIS PHARMACEUTICALS
CORPORATION

By /s/ Kenneth Schuster

Name: Kenneth Schuster
Title: Vice President & Controller

SCHEDULE I

Members of the Board of Directors, the Committee of the Board of Directors and the Executive Committee of Novartis AG.

Name and Business Address - - - - -	Citizenship - - - - -	Principal Occupation - - - - -
Dr. Alex Krauer Novartis AG CH-4002 Basle Switzerland	Switzerland	Chairman of the Board of Novartis AG 1956 - Present: Novartis AG (formerly Ciba-Geigy Ltd.)
Dr. Daniel Lucius Vassella Novartis AG CH-4002 Basel Switzerland	Switzerland	President and Chief Executive Officer of Novartis AG 1988 - 1996: Various functions at Sandoz AG
Hans-Joerg Rudloff McCook & Cie 1st Floor 7 Rue de Alpes 1201 Geneva Switzerland	Germany	Vice Chairman of Novartis AG 1980 - 1994: Banker at Credit Suisse First Boston 1994 - Present: MC-BBC Group

Name and Business Address -----	Citizenship -----	Principal Occupation -----
Prof. Dr. Helmut Sihler c/o Henkel KGaA D. 40191 Dusseldorf Germany	Austria	<p>Vice Chairman of Novartis AG Currently Retired. June 1985-1993: Member of the Supervisory Board, Adam Opel AG Since 1983: Member of the Supervisory Board of Allianz Lebensversicherungs-AG April 1991 - Present: Chairman of the Supervisory Board Degussa AG 1995-1996: Chairman of the Supervisory Board of Deutsche Post AG 1996 - Present: Chairman of the Supervisory Board of Deutsche Telekom AG 1991-1995: Member of the Shareholder's Committee of Freudenberg & Co. 1992-1997: Member of the Board of Directors of Guinness PLC Since 1992: Member of the Shareholder's Committee of Henkel KGaA 1992-1996: Chairman of the Supervisory Board of Infratest Burke AG 1992-1997: Member of the Supervisory Board of Leipziger Messe GmbH Since March 1993: Chairman of the Supervisory Board of Dr. Ing. h.c.F. Porsche AG</p>
Prof. Dr. Duilio Arigoni LOC ETH-Z Universitat Str. 16 Zurich CH-8002 Switzerland	Switzerland	<p>Member of the Board of Directors of Novartis AG 1961 - Present: Professor of Chemistry at ETH Zurich</p>
Birgit Breuel c/o Expo 2000 Hannover GmbH Thurnithistr 2 30519 Hannover Germany	Germany	<p>Member of the Board of Directors of Novartis AG 1995-Present: Commissioner General of Expo 2000 1991-1994: President of Treuhandanstalt</p>
Prof. Dr. Peter Burckhardt University Hospital-CHUV 1011 Lausanne Switzerland	Switzerland	<p>Member of the Board of Directors of Novartis AG 1981 - Present: Chief of Medicine and Professor at CHUV</p>

Name and Business Address -----	Citizenship -----	Principal Occupation -----
Dr. h.c. Kaspar Cassani Haldenstr. 53 8142 Uitikon Switzerland	Switzerland	Member of the Board of Directors of Novartis AG Retired since 1989
Dr. Hans-Ulrich Dorig Credit Suisse First Boston P.O. Box 900 CH-8070 Zurich Switzerland	Switzerland	Member of the Board of Directors of Novartis AG Jan 1997-Present: Chief Executive Officer of Credit Suisse First Boston 1973 - 1997: Banker at Credit Suisse First Boston (formerly CreditSuisse)
Walter G. Frehner Inzlingerstrasse 276 CH-4125 Riehen	Switzerland	Member of the Board of Directors of Novartis AG Retired since 1996 Until 1996: Banker at Swiss Bank Corporation
Robert L. Genillard 1, quai du Mont-Blanc CH-1211 Geneva 1 Switzerland	Switzerland	Member of the Board of Directors of Novartis AG 1992 - Present: Corporate director of Clariden Bank, Credit Suisse Group and TBG Holdings NV
Alexandre F. Jetzer Novartis AG CH-4002 Basel Switzerland	Switzerland	Member of the Board of Directors of Novartis AG 1995 - Jan 1996: Vice-Chairman and CEO of Sandoz Corp (New York) and Chairman and CEO of Sandoz Pharmaceuticals Corporation (East Hanover, NJ) 1981 - 1995: Member of the Corporate Executive Committee of Sandoz AG
Pierre Landolt Fazenda Tamandra Patos-PB 58700-970 Brazil	Switzerland	Member of the Board of Directors of Novartis AG Since 1997: Chairman of Banco Axial S.A. Since 1995: Chairman of Citco Since 1994: General Manager of Sandoz Family Foundation
Heini Lippuner Novartis AG CH-4002 Basel Switzerland	Switzerland	Member of the Board of Directors of Novartis AG Until April 1996: President and COO of Ciba-Geigy AG
Prof. Dr. William J. Rutter Chiron Corporation 4560 Horton Street Emeryville, CA 94608	United States	Member of the Board of Directors of Novartis AG 1981 - Present: Chairman of Chiron Corporation Director of Novartis AG

Name and Business Address -----	Citizenship -----	Principal Occupation -----
Dr. Jean Wander Bollwerk 21 P.O. Box 1037 CH-3001 Bern Switzerland	Switzerland	Member of the Board of Directors of Novartis AG Since 1985: Tax and Legal Counsel 1981 - Present: Director of Berner Tagblatt Medien AG
Dr. Raymund Breu Novartis AG CH-4002 Basel Switzerland	Switzerland	1993 - Present: Chief Financial Officer of Novartis AG (formerly Sandoz AG)
Dr. Hans Kindler Novartis AG CH-4002 Basel Switzerland	Switzerland	1992- Present: Member of the Executive Committee of Novartis AG (formerly Ciba-Geigy AG)
Pierre E. Douaze Novartis CH-4002 Basel Switzerland	France	1992-1997: Member of the Executive Committee and Head of Healthcare Division and Pharma Sector of Novartis AG (formerly Ciba-Geigy AG)
Dr. Wolfgang Samo Novartis AG CH-4002 Basel Switzerland	Switzerland	1992 - Present: Head of Agribusiness Novartis AG (formerly Ciba-Geigy AG)
David E. Pyott Novartis AG CH-4002 Basel Switzerland	England	1995 - Dec 1997: Head of Nutrition Division of Novartis AG (formerly Sandoz AG)

SCHEDULE II

Members of the Board of Directors and the Executive Committee of Novartis Pharmaceuticals Corporation.

Name and Business Address -----	Citizenship -----	Principal Occupation -----
Pierre E. Douaze Novartis Pharma AG Lichtstrasse 35 CH-4002 Basel Switzerland	France	Chairman of the Board of Directors of Novartis Pharmaceuticals Corporation 1992-1997: Member of the Executive Committee and Head of Healthcare Division and Pharma Sector of Novartis AG (formerly Ciba-Geigy AG)
Douglas G. Watson Novartis Corporation 564 Morris Avenue Summit, NJ 07901	United States	Vice Chairman of the Board of Directors of Novartis Pharmaceuticals Corporation 1996-Present: CEO of Novartis Corporation (formerly Ciba-Geigy Corporation)
Dr. Raymund Breu Novartis AG CH-4002 Basel Switzerland	Switzerland	Member of the Board of Directors of Novartis Pharmaceuticals Corporation 1993-Present: Chief Financial Officer of Novartis AG (formerly Sandoz AG)
Dr. Claude A. Dulex Novartis Finance Corp. 608 Fifth Avenue New York, NY 10020	Switzerland	Member of the Board of Directors of Novartis Pharmaceuticals Corporation 1996-Present: Chief Financial Officer of Novartis Finance Corporation 1990-1996: Chief Financial Officer of Siegfried AG
Dr. Paul L. Herrling Novartis Pharma AG CH-4002 Basel Switzerland	Switzerland	Member of the Board of Directors of Novartis Pharmaceuticals Corporation 1995-Present: Head of Global Research Novartis Pharma Research (formerly Sandoz Pharma)

Name and Business Address -----	Citizenship -----	Principal Occupation -----
Wayne P. Yetter Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	United States	President and CEO and Member of the Board of Directors of Novartis Pharmaceuticals Corporation 1977-1996: Various positions at Astra Merck Inc.
John Symon Novartis Pharma AG CH-4002 Basel Switzerland	Australia	Member of the Board of Directors of Novartis Pharmaceuticals Corporation 1997 - Present: Head of Finance and I.T. of Novartis Pharma AG 1992-1997: Sandoz (India) Limited
Atef Adley Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	Canada	Vice President of Novartis Pharmaceuticals Corporation 1995-1996: Head of Technical Operations International at Ciba-Geigy Limited 1984-1995: Vice President at Ciba-Geigy Canada Ltd.
George Beagley Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	Canada	Vice President of Novartis Pharmaceuticals Corporation 1979-1996: Vice President of Ciba-Geigy
David Epstein Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	United States	Vice President of Novartis Pharmaceuticals 1989-1996: General Manager at Sandoz Pharmaceuticals Corporation
Daniel O. Hauser Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	Switzerland	Senior Vice President of Novartis Pharmaceuticals Corporation 1992-1996: Senior Vice President of Sandoz Pharmaceuticals Corporation
Edward F. Heimers, Jr. Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	United States	1987-Present: Senior Vice President of Novartis Pharmaceuticals Corporation (formerly Sandoz Pharmaceuticals Corporation)

Name and Business Address -----	Citizenship -----	Principal Occupation -----
Cynthia Hogan Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	United States	Vice President of Novartis Pharmaceuticals Corporation 1985-1996: Vice President and Member of the Executive Committee of Sandoz Pharmaceuticals
Carolyn Koestenblatt Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	United States	Senior Vice President of Novartis Pharmaceuticals Corporation 1975-1995: Various functions at Ciba-Geigy Corporation
Alan J. Main Novartis Pharmaceuticals Corporation 556 Morris Avenue Summit, NJ 07901	United Kingdom	Senior Vice President of Novartis Pharmaceuticals Corporation 1992-1996: Senior Vice President of Ciba-Geigy Corporation 1982-1992: Scientist at Ciba-Geigy Corporation
Urs A. Naegelin Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	Switzerland	Senior Vice President and Chief Financial Officer of Novartis Pharmaceuticals Corporation 1974-1996: Various positions at Sandoz Pharmaceuticals Corp.
Eric Talbott Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	United States	Vice President of Novartis Pharmaceuticals Corporation March 1997-June 1997: Vice President of Med 3000
Dorothy Watson Novartis Pharmaceuticals Corporation 59 Route 10 East Hanover, NJ 07936	United States	Vice President and General Counsel at Novartis Pharmaceuticals Corporation 1992-1996: Deputy Counsel at Ciba-Geigy