SEC Form 4

FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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F	iled pursuant to Section 16(a) of the Securities Exchange Act of 1934
	or Section 30(h) of the Investment Company Act of 1940

			of Section 30(n) 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] 3. Date of Earliest Transaction (Month/Day/Year) 12/12/2023	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) Chief Medical Officer				
12780 EL CAMINO REAL (Street) SAN DIEGO CA		92130	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)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication Image: Check this box to indicate that a transaction was made pursuant to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Image: Check the affirmative defense conditions of Rule 10b5-1(c).					
		Table I - Non-Deriva	ative Securities Acquired Disposed of or Benefi	icially Owned				

Table I -	Non-Derivativ	e Securities A	cquirea, i	Disposed of, or Beneficially	Owned
	2 Transaction	24 Deemed	2	4. Securities Acquired (A) or	5 Amount of

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	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)		(1150.4)	
Common Stock	12/12/2023		М		6,978	A	\$81.05	36,499	D		
Common Stock	12/12/2023		S ⁽¹⁾		6,978	D	\$120.3011 ⁽²⁾	29,521	D		
Common Stock	12/12/2023		М		6,947	A	\$81.05	36,468	D		
Common Stock	12/12/2023		S ⁽¹⁾		6,947	D	\$ 120.3079 ⁽²⁾	29,521 ⁽³⁾	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

			(e.y.,	puis,	calls	, wa	manu	s, options	, converti	Die Sect	inites)				
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 Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		e Amount of		8. Price of Derivative Security (Instr. 5)	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				
Non- Qualified Stock Option	\$81.05	12/12/2023		М			6,978	(4)	02/07/2029	Common Stock	6,978	\$81.05	46,387	D	
Non- Qualified Stock Option	\$81.05	12/12/2023		М			6,947	(4)	02/02/2029	Common Stock	6,947	\$81.05	39,440	D	

Explanation of Responses:

1. 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 November 11, 2022. 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 \$120.00 to \$121.00. 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. 28,366 of the outstanding shares are held by The Stephen Tayor and Eiry W. Roberts Joint Trust Agreement, of which Dr. Roberts has voting and investment power.

4. Option granted February 7, 2019 and vested monthly over four years.

Remarks:

/s/ Darin Lippoldt, Attorney-in-Fact 12/14/2023 ** 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.