

ACADIA PHARMACEUTICALS INC

Form 4

February 16, 2017

**FORM 4**

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Moore Terrence O

2. Issuer Name and Ticker or Trading Symbol  
ACADIA PHARMACEUTICALS INC [ACAD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3611 VALLEY CENTRE DRIVE,  
SUITE 300  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/14/2017

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below) \_\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
EVP, CHIEF COMMERCIAL OFFICER

SAN DIEGO, CA 92130

4. If Amendment, Date 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)

**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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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
Common Stock	02/14/2017		M		87,128	A	\$ 19.61
							90,759 <sup>(1)</sup>
Common Stock	02/14/2017		S <sup>(2)</sup>		89,088	D	\$ 39.6863 <sup>(3)</sup>
Common Stock	02/15/2017		M		1,700	A	\$ 19.61
							3,371
Common Stock	02/15/2017		S <sup>(2)</sup>		1,700	D	\$ 39.65
							1,671
	02/16/2017		M		17,421	A	\$ 19.61
							19,092

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Common Stock							
Common Stock	02/16/2017	M	19,687	A	\$ 27.2	38,779	D
Common Stock	02/16/2017	M	29,644	A	\$ 34.45	68,423	D
Common Stock	02/16/2017	S <sup>(2)</sup>	66,752	D	\$ 39.8807 <u>(4)</u>	1,671	D

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 19.61	02/14/2017		M	12,747	<u>(5)</u> 08/18/2023	Common Stock	12,747
Stock Option (right to buy)	\$ 19.61	02/14/2017		M	74,381	<u>(5)</u> 08/18/2023	Common Stock	74,381
Stock Option (right to buy)	\$ 19.61	02/15/2017		M	1,700	<u>(5)</u> 08/18/2023	Common Stock	1,700
Stock Option (right to buy)	\$ 19.61	02/16/2017		M	17,421	<u>(5)</u> 08/18/2023	Common Stock	17,421
	\$ 27.2	02/16/2017		M	19,687	<u>(6)</u> 03/06/2024		19,687

Stock Option (right to buy)								Common Stock	
Stock Option (right to buy)	\$ 34.35	02/16/2017	M	29,644	(7)	03/19/2025	Common Stock	29,644	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Moore Terrence O 3611 VALLEY CENTRE DRIVE, SUITE 300 SAN DIEGO, CA 92130			EVP, CHIEF COMMERCIAL OFFICER	

## Signatures

/s/ Elizabeth Carter,  
Attorney-in-Fact

02/16/2017

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) Includes 717, 1,243, 461 and 1,210 shares acquired in November 2014, May 2015, November 2015 and May 2016, respectively, by Mr. Moore under the ACADIA Pharmaceuticals Employee Stock Purchase Plan, as amended.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person in September 2015, as amended in June 2016.
- (3) The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$39.65 to \$39.72 per share, inclusive. The reporting person undertakes to provide ACADIA Pharmaceuticals Inc., any security holder of ACADIA Pharmaceuticals Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the foregoing range.
- (4) The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$39.65 to \$40.38 per share, inclusive. The reporting person undertakes to provide ACADIA Pharmaceuticals Inc., any security holder of ACADIA Pharmaceuticals Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the foregoing range.
- (5) 25% of the shares subject to the Stock Option vested and became exercisable on August 19, 2014. The remaining shares vest and become exercisable thereafter in 36 equal monthly installments.
- (6) 25% of the shares subject to the Stock Option vested and became exercisable on March 7, 2015. The remaining shares vest and become exercisable thereafter in 36 equal monthly installments.
- (7) 25% of the shares subject to the Stock Option vested and became exercisable on March 20, 2016. The remaining shares vest and become exercisable thereafter in 36 equal monthly installments.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.