

ACADIA PHARMACEUTICALS INC
Form 8-K
July 28, 2009

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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): July 28, 2009 (July 23, 2009)

ACADIA PHARMACEUTICALS INC.

(Exact Name of Registrant as Specified in Charter)

DELAWARE
(State or Other Jurisdiction

of Incorporation)

000-50768
(Commission File Number)

06-1376651
(I.R.S. Employer

Identification No.)

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**3911 SORRENTO VALLEY BOULEVARD SAN DIEGO,
CALIFORNIA**
(Address of Principal Executive Offices)

92121
(Zip Code)

(858) 558-2871

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On July 24, 2009, ACADIA notified Nasdaq that Gordon Binder had resigned from ACADIA's Board of Directors and the Audit Committee and that, as a result, ACADIA was no longer in compliance with Nasdaq Marketplace Rule 5605(c)(2), which requires, among other things, that the Audit Committee have at least three members. On July 28, 2009, ACADIA's Board of Directors elected Laura Brege, a current Board member, to fill the vacancy on the Audit Committee, effective immediately.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors, Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On July 23, 2009, Mr. Binder tendered his resignation from the Board of Directors and the Audit Committee, effective immediately. Mr. Binder's resignation is not the result of any disagreement with the Company or any matter relating to the Company's operations, policies or practices.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ACADIA Pharmaceuticals Inc.

By: /s/ Thomas H. Aasen
Thomas H. Aasen
Vice President, Chief Financial Officer, Treasurer, and Secretary

Date: July 28, 2009

3.