

ACADIA PHARMACEUTICALS INC

Form 4

August 28, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 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 *
GRAY MARY ANN2. 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)
3911 SORRENTO VALLEY BLVD
(Street)3. Date of Earliest Transaction
(Month/Day/Year)
08/26/2013____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

SAN DIEGO, CA 92121

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)
Common Stock	08/26/2013		M	5,000 A \$ 7.67	5,000	D	
Common Stock	08/26/2013		M	10,000 A \$ 8.49	15,000	D	
Common Stock	08/26/2013		S ⁽¹⁾	5,000 D \$ 20.6164	10,000	D	
Common Stock	08/26/2013		S ⁽¹⁾	10,000 D \$ 20.7129	0	D	

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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 (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option (right to buy)	\$ 7.67	08/26/2013		M		5,000		<u>(4)</u>	04/26/2015	Common stock	5,000
Stock option (right to buy)	\$ 8.49	08/26/2013		M		10,000		<u>(5)</u>	06/12/2018	Common stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GRAY MARY ANN 3911 SORRENTO VALLEY BLVD SAN DIEGO, CA 92121	

Signatures

/s/ Glenn F. Baity,
Attorney-in-Fact

08/28/2013

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person in May 2013.

(2) The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$20.55 to \$20.72 per share, inclusive. The reporting person undertakes to provide ACADIA Pharmaceuticals Inc., any security holder of

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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 ranges set forth in footnotes 2 and 3 to this Form 4.

- (3) The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$20.60 to \$20.75 per share, inclusive.
- (4) One-third of the shares subject to the Stock Option vested and became exercisable on April 27, 2006. Thereafter, the remaining shares subject to the Stock Option vested and became exercisable in 8 equal quarterly installments.
- (5) 25% of the shares subject to the Stock Option vested and became exercisable at the end of each 3-month period following the date of grant of June 13, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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