

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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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 *
 Baity Glenn

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 AND GC

SAN DIEGO, CA 92130

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | 02/14/2017 | | M | | 20,000 | A | \$ 8.32 87,063 D |
| Common Stock | 02/14/2017 | | M | | 6,365 | A | \$ 1.64 93,428 D |
| Common Stock | 02/14/2017 | | S ⁽¹⁾ | | 26,365 | D | \$ 39.6555 67,063 D |
| | | | | | | | ⁽²⁾ |

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

Persons who respond to the collection of information contained in this form are not

SEC 1474 (9-02)

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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) | \$ 8.32 | 02/14/2017 | | M | 16,776 | ⁽³⁾ 03/06/2018 | Common Stock | 16,776 |
| Stock Option (right to buy) | \$ 8.32 | 02/14/2017 | | M | 3,224 | ⁽³⁾ 03/06/2018 | Common Stock | 3,224 |
| Stock Option (right to buy) | \$ 1.64 | 02/14/2017 | | M | 6,365 | ⁽⁴⁾ 10/21/2018 | Common Stock | 6,365 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| Baity Glenn 3611 VALLEY CENTRE DRIVE, SUITE 300 SAN DIEGO, CA 92130 | | | EVP AND GC | |

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)

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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 May 2016.

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 \$39.71 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.

- (2)
- (3) 25% of the shares subject to the Stock Option vested and became exercisable on March 7, 2009. The remaining shares vested and became exercisable thereafter in 36 equal monthly installments.
- (4) 25% of the shares subject to the Stock Option vested and became exercisable on October 22, 2009. The remaining shares vested and became 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.

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