

ACADIA PHARMACEUTICALS INC
 Form 4
 May 02, 2014

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 *
 Rasmussen Torsten

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)

3. Date of Earliest Transaction (Month/Day/Year)
 05/01/2014

____ Director _____ 10% Owner
 ____ Officer (give title below) ____ Other (specify below)

11085 TORREYANA ROAD #100

(Street)

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

SAN DIEGO, CA 92121

(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 | 05/01/2014 | | M | 6,500 A \$ 8.85 | 15,000 | I | See footnote (1) |
| Common Stock | 05/01/2014 | | M | 2,542 A \$ 8.85 | 17,542 | I | See footnote (1) |
| Common Stock | 05/01/2014 | | M | 8,500 A \$ 11 | 26,042 | I | See footnote (1) |
| Common Stock | 05/01/2014 | | M | 10,000 A \$ 9.04 | 36,042 | I | See footnote |

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| | | | | | | | | | |
|--------------|------------|--|------|--------|---|----------------------|--------|---|-------------------------|
| Common Stock | 05/01/2014 | | M | 5,315 | A | \$ 15.02 | 41,357 | I | (1) See footnote (1) |
| Common Stock | 05/01/2014 | | S(2) | 32,857 | D | \$ 20.0333 (3) | 8,500 | I | See footnote (1) |

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) | \$ 8.85 | 05/01/2014 | | M | 6,500 | (4) 06/09/2015 | Common Stock | 6,500 |
| Stock option (right to buy) | \$ 8.85 | 05/01/2014 | | M | 2,542 | (4) 06/09/2015 | Common Stock | 2,542 |
| Stock option (right to buy) | \$ 11 | 05/01/2014 | | M | 8,500 | (5) 09/08/2015 | Common Stock | 8,500 |
| Stock option (right to buy) | \$ 9.04 | 05/01/2014 | | M | 10,000 | (6) 06/12/2016 | Common Stock | 10,000 |
| Stock option (right to buy) | \$ 15.02 | 05/01/2014 | | M | 5,315 | (7) 06/14/2017 | Common Stock | 5,315 |

buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Rasmussen Torsten 11085 TORREYANA ROAD #100 SAN DIEGO, CA 92121 | | | | |

Signatures

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

05/02/2014

**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) Shares and options are held by Morgan Management Aps, a Danish corporation in which Mr. Rasmussen has a controlling interest.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person in June 2013.
The price reported in Column 4 is a weighted-average price. These shares were sold in multiple transactions at prices ranging from \$19.55 to \$20.32 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) 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 10, 2005.
- (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 September 9, 2005.
- (6) 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, 2006.
- (7) 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 15, 2007.

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.