

Hinline Lawrence J.
Form 4
January 03, 2019

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 *
Hinline Lawrence J.

2. Issuer Name and Ticker or Trading Symbol
Intra-Cellular Therapies, Inc. [ITCI]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
C/O INTRA-CELLULAR THERAPIES, INC., 430 EAST 29TH STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP of Finance CFO

NEW YORK, NY 10016

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		
Common Stock	12/31/2018		A ⁽¹⁾	7,807	A \$ 0	24,839	D
Common Stock	01/02/2019		S ⁽²⁾	7,807	D \$ 11.09	17,032	D
Common Stock	01/03/2019		M	5,298	A <u>(4)</u>	22,330	D
Common Stock	01/03/2019		M	16,160	A <u>(4)</u>	38,490	D

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stock units.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$10.72 to \$11.46, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth above.

- (3) Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth above.
- (4) Restricted stock units convert into common stock on a one-for-one basis.
- (5) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (6) On January 3, 2017, the reporting person was granted 15,893 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.
- (7) On January 3, 2018, the reporting person was granted 48,480 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.

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.