

Index Venture Associates III Ltd
 Form 4
 October 01, 2018

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 *
 Index Venture Associates III Ltd

2. Issuer Name and Ticker or Trading Symbol
 Minerva Neurosciences, Inc.
 [NERV]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 09/27/2018

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

C/O EFG WEALTH SOLUTIONS (JERSEY) LTD., NO. 1 SEATON PLACE

(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

ST. HELIER, Y9 JEA 8YJ

(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 | 09/27/2018 | | S | (A) or (D) Code V Amount Price 31,684 D 12.5702 \$ | 4,659,222 ⁽³⁾ | I | See Footnote ⁽⁴⁾ |
| Common Stock | 09/28/2018 | | S | (A) or (D) Code V Amount Price 34,589 D 12.6151 \$ | 4,624,633 ⁽⁷⁾ | I | See Footnote ⁽⁴⁾ |

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 required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Index Venture Associates III Ltd C/O EFG WEALTH SOLUTIONS (JERSEY) LTD. NO. 1 SEATON PLACE ST. HELIER, Y9 JEA 8YJ | | X | | |
| Index Venture Associates IV Ltd C/O EFG WEALTH SOLUTIONS (JERSEY) LTD. NO. 1 SEATON PLACE ST. HELIER, Y9 JEA 8YJ | | X | | |
| Index Venture Associates V Ltd C/O EFG WEALTH SOLUTIONS (JERSEY) LTD. NO. 1 SEATON PLACE ST. HELIER, Y9 JEA 8YJ | | X | | |
| Yucca (Jersey) SLP C/O EFG WEALTH SOLUTIONS (JERSEY) LTD NO. 1 SEATON PLACE ST. HELIER, Y9 JEA 8YJ | | X | | |

Signatures

Index Venture Associates III Ltd., By: /s/ Nigel Greenwood, Director

10/01/2018

__Signature of Reporting Person

Date

Index Venture Associates IV Ltd., By: /s/ Michael Johnson, Alternate Director

| | |
|--|---|
| <p>_____ **Signature of Reporting Person</p> | <p>10/01/2018 Date</p> |
| <p>Index Venture Associates V Ltd., By: /s/ Michael Johnson, Alternate Director</p> | <p>10/01/2018 Date</p> |
| <p>_____ **Signature of Reporting Person</p> | <p>10/01/2018 Date</p> |
| <p>YUCCA (JERSEY) SLP, By Intertrust Employee Benefit Services Limited, as authorized signatory of Yucca (Jersey) SLP in its capacity as Administrator of the Index Co-Investment Scheme, By: /s/ Sarah Earles, /s/ Michael Johnson, Its: Authorized Signatories</p> | <p>10/01/2018 Date</p> |
| <p>_____ **Signature of Reporting Person</p> | <p>10/01/2018 Date</p> |

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) Represents 5,492 shares sold by Index Ventures III (Jersey), L.P. ("Index III Jersey"), 11,156 shares sold by Index Ventures III (Delaware), L.P. ("Index III Delaware"), 199 shares sold by Index Ventures III Parallel Entrepreneur Fund (Jersey) L.P. ("Index III Parallel" and, together with Index III Jersey and Index III Delaware, the "Index III Funds"), 7,629 shares sold by Index Ventures IV (Jersey) L.P. ("Index IV Jersey"), 724 shares sold by Index Ventures IV Parallel Entrepreneur Fund (Jersey) L.P. ("Index IV Parallel" and, together with Index IV Jersey, the "Index IV Funds"), 6,033 shares sold by Index Ventures V (Jersey), L.P. ("Index V Jersey"), 49 shares sold by Index Ventures V Parallel Entrepreneur Fund (Jersey), L.P. ("Index V Parallel" and, together with Index V Jersey, the "Index V Funds") and 402 shares sold by Yucca (Jersey) SLP ("Yucca Jersey").
 - (2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.375 to \$12.95. The reporting persons undertake to provide to the issuer, any security holder of the issuer 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 range set forth in this footnote.
 - (3) Represents 807,603 shares held directly by Index III Jersey, 1,640,558 shares held directly by Index III Delaware, 29,225 shares held directly by Index III Parallel, 1,121,845 shares held directly by Index IV Jersey, 106,486 shares held directly by Index IV Parallel, 887,166 shares held directly by Index V Jersey, 7,189 shares sold by Index V Parallel and 59,150 shares held directly by Yucca Jersey.
 - (4) Index Venture Associates III Ltd. ("Index III GP") is the general partner of the Index III Funds, Index Venture Associates IV Ltd. ("Index IV GP") is the general partner of the Index IV Funds and Index Venture Associates V Ltd. ("Index V GP") is the general partner of the Index V Funds. Yucca (Jersey) SLP is the Administrator of the Index Co-Investment Scheme acting through Intertrust Employee Benefit Services Limited. Each of Index III GP, Index IV GP and Index V GP disclaims Section 16 beneficial ownership of the securities held by the Index III Funds, Index IV Funds and Index V Funds, respectively, and the shares held by Yucca Jersey, except to the extent of its respective pecuniary interest therein, if any, and this report shall not be deemed an admission that Index III GP, Index IV GP or Index V GP is the beneficial owner of such securities for Section 16 or any other purpose.
 - (5) Represents 5,996 shares sold by Index III Jersey, 12,179 shares sold by Index III Delaware, 217 shares sold by Index III Parallel, 8,328 shares sold by Index IV Jersey, 791 shares sold by Index IV Parallel, 6,586 shares sold by Index V Jersey, 53 shares sold by Index V Parallel and 439 shares sold by Yucca Jersey.
 - (6) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.45 to \$12.75. The reporting persons undertake to provide to the issuer, any security holder of the issuer 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 range set forth in this footnote.
 - (7) Represents 801,607 shares held directly by Index III Jersey, 1,628,379 shares held directly by Index III Delaware, 29,008 shares held directly by Index III Parallel, 1,113,517 shares held directly by Index IV Jersey, 105,695 shares held directly by Index IV Parallel, 880,580 shares held directly by Index V Jersey, 7,136 shares sold by Index V Parallel and 58,711 shares held directly by Yucca Jersey.

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.