

NEUROCRINE BIOSCIENCES INC

Form 8-K

September 12, 2003

Table of Contents

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

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**Form 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **September 11, 2003**

**NEUROCRINE BIOSCIENCES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**0-28150**  
(Commission File Number)

**33-0525145**  
(I.R.S. Employer Identification  
No.)

**10555 Science Center Drive,  
San Diego, California**  
(Address of Principal Executive Offices)

**92121**  
(Zip Code)

Registrant's telephone number, including area code: **(858) 658-7600**

**N/A**  
(Former Name or Former Address, if Changed Since Last Report.)

**TABLE OF CONTENTS**

Item 5. Other Events.

Item 7. Exhibits.

SIGNATURES

EXHIBIT INDEX

EXHIBIT 1.1

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**Table of Contents**

This Current Report on Form 8-K is filed by Neurocrine Biosciences, Inc., a Delaware corporation (the Company), in connection with the matters described herein.

**Item 5. Other Events.**

Attached as Exhibit 1.1 hereto and incorporated by reference herein is the Underwriting Agreement dated September 11, 2003 by and among the Company and Morgan Stanley & Co. Incorporated, Merrill Lynch, Pierce, Fenner & Smith Incorporated, Deutsche Bank Securities Inc., UBS Securities LLC, Bear, Stearns & Co. Inc., CIBC World Markets Corp., Banc of America Securities LLC and Credit Suisse First Boston LLC, as representatives of the several underwriters, relating to the public offering of shares of the Company's common stock, par value \$.001 per share, pursuant to the Company's Registration Statements on Form S-3 (File Nos. 333-105917 and 333-108726).

**Item 7. Exhibits.**

(c) *Exhibits.*

<u>Exhibit Number</u>	<u>Description of Exhibit</u>
1.1	Underwriting Agreement dated September 11, 2003

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**Table of Contents**

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 12, 2003

NEUROCRINE BIOSCIENCES, INC.

By: /s/ PAUL W. HAWRAN

Paul W. Hawran  
Executive Vice President and  
Chief Financial Officer

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**Table of Contents**

**EXHIBIT INDEX**

<b><u>Exhibit Number</u></b>	<b><u>Description of Exhibit</u></b>
1.1	Form of Underwriting Agreement