

NEUROCRINE BIOSCIENCES INC

Form 8-K

September 12, 2003

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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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.)

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Item 5. Other Events.

Item 7. Exhibits.

SIGNATURES

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EXHIBIT 1.1

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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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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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EXHIBIT INDEX

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