

# **INTRA-CELLULAR THERAPIES, INC.**

**Reported by**  
**HALSTEAD MICHAEL**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 02/20/20 for the Period Ending 02/18/20

Address    135 ROUTE 202/206  
              SUITE 6  
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CIK    0001567514

Fiscal Year    12/31

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> <b>Halstead Michael</b> (Last) (First) (Middle) <b>C/O INTRA-CELLULAR THERAPIES, INC., 430 EAST 29TH STREET</b> (Street) <b>NEW YORK, NY 10016</b> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>Intra-Cellular Therapies, Inc. [ ITCI ]</b>				5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>EVP and General Counsel</b>			
			3. Date of Earliest Transaction (MM/DD/YYYY) <b>2/18/2020</b>							
			4. If Amendment, Date Original Filed (MM/DD/YYYY)				6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person			

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						Date Exercisable	Expiration Date					
Stock Option (right to buy)	\$23.94	2/18/2020		A	26754	(1)	2/17/2020	Common Stock	26754	\$0.00	26754	D
Restricted Stock Units	(2)	2/18/2020		A	33417	(3)	(3)	Common Stock	33417	\$0.00	33417	D

#### Explanation of Responses:

- On February 18, 2020, the reporting person was granted options to purchase 26,754 shares of common stock, vesting in three equal annual installments beginning on the first anniversary of the grant date.
- Each restricted stock unit represents a contingent right to receive one share of common stock.
- On February 18, 2020, the reporting person was granted 33,417 restricted stock units, vesting in three equal annual installments beginning on the first anniversary of the grant date.

#### Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Halstead Michael</b> <b>C/O INTRA-CELLULAR THERAPIES, INC.</b> <b>430 EAST 29TH STREET</b> <b>NEW YORK, NY 10016</b>			<b>EVP and General Counsel</b>	

#### Signatures

/s/ Lawrence J. Hineline, Attorney-in-fact

2/20/2020

<sup>\*\*</sup>Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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