

Edgar Filing: NEUROCRINE BIOSCIENCES INC - Form SC 13G

NEUROCRINE BIOSCIENCES INC
Form SC 13G
March 22, 2001

1

OMB APPROVAL

OMB Number: 3235-0145

Expires: October 31, 2002

Estimated average burden
hours per response. . . 14.9

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. ____)*

NEUROCRINE BIOSCIENCES, INC.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

64125C109

(CUSIP Number)

MARCH 9, 2001

(Date of Event Which Requires Filing This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

Edgar Filing: NEUROCRINE BIOSCIENCES INC - Form SC 13G

The information required in the remainder of this cover page shall not be deemed to be "filed " for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 8

2

CUSIP No. 64125C109

1. Names of Reporting Persons BIOTECH TARGET S.A.

I.R.S. Identification Nos. of above persons (entities only): N/A

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X]

(b) []

3. SEC Use Only

4. Citizenship or Place of Organization REPUBLIC OF PANAMA

| | | |
|--|-----------------------------|-----------|
| Number of Shares Beneficially Owned by Each Reporting Person with: | 5. Sole Voting Power | 0 |
| | 6. Shared Voting Power | 1,343,500 |
| | 7. Sole Dispositive Power | 0 |
| | 8. Shared Dispositive Power | 1,343,500 |

9. Aggregate Amount Beneficially Owned by Each Reporting Person 1,343,500

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares []

11. Percent of Class Represented by amount in Row (9) 5.4%

Edgar Filing: NEUROCRINE BIOSCIENCES INC - Form SC 13G

12. Type of Reporting Person (See Instructions) CO

Page 2 of 8

3

CUSIP No. 64125C109

1. Names of Reporting Persons BB BIOTECH AG

I.R.S. Identification Nos. of above persons (entities only): N/A

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X]

(b) []

3. SEC Use Only

4. Citizenship or Place of Organization SWITZERLAND

| | | |
|--|----------------------|---|
| Number of Shares Beneficially Owned by Each Reporting Person with: | 5. Sole Voting Power | 0 |
|--|----------------------|---|

| | |
|------------------------|-----------|
| 6. Shared Voting Power | 1,343,500 |
|------------------------|-----------|

| | |
|---------------------------|---|
| 7. Sole Dispositive Power | 0 |
|---------------------------|---|

| | |
|-----------------------------|-----------|
| 8. Shared Dispositive Power | 1,343,500 |
|-----------------------------|-----------|

| | |
|---|-----------|
| 9. Aggregate Amount Beneficially Owned by Each Reporting Person | 1,343,500 |
|---|-----------|

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares []

| | |
|---|------|
| 11. Percent of Class Represented by amount in Row (9) | 5.4% |
|---|------|

12. Type of Reporting Person (See Instructions) HC,CO

4

ITEM 1

1(a) Name of Issuer: NEUROCRINE BIOSCIENCES, INC.

1(b) Address of Issuer's Principal Executive Offices:
10555 SCIENCE CENTER DRIVE, SAN DIEGO, CA 92121

ITEM 2

2(a) Name of Person Filing: BB BIOTECH AG ("BB BIOTECH"), ON BEHALF

OF BIOTECH TARGET S.A. ("BIOTARGET"), ITS WHOLLY-OWNED

SUBSIDIARY AND RECORD OWNER OF THE SECURITIES.

2(b) Address of Principal Business Office or, if none, Residence:
BB BIOTECH AG: VODERGASSE 3, CH-8300 SCHAFFHAUSEN, SWITZERLAND

BIOTECH TARGET S.A.: CALLE 53, URBANIZACION OBARRIO, TORRE
SWISS BANK, PISO 16, PANAMA CITY, ZONA
1, REPUBLIC OF PANAMA

2(c) Citizenship: SWITZERLAND

2(d) Title of Class of Securities COMMON STOCK

2(e) CUSIP Number 64125C109

ITEM 3

IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- a. Broker or Dealer registered under Section 15 of the Act.
- b. Bank as defined in Section 3(a)(6) of the Act.
- c. Insurance company as defined in Section 3(a)(19) of the Act.
- d. Investment company registered under section 8 of the Investment Company Act of 1940.
- e. An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);

Edgar Filing: NEUROCRINE BIOSCIENCES INC - Form SC 13G

- f. An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- g. A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- h. A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- i. A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- j. Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Page 4 of 8

5

ITEM 4. OWNERSHIP

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 1,343,500

- (b) Percent of class: 5.4%

- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote

 - (ii) Shared power to vote or to direct the vote

 - (iii) Sole power to dispose or to direct the disposition of

 - (iv) Shared power to dispose or to direct the disposition of

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

N/A

Edgar Filing: NEUROCRINE BIOSCIENCES INC - Form SC 13G

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.

THIS STATEMENT IS FILED JOINTLY BY BB BIOTECH AND BIOTARGET. BIOTARGET

IS A WHOLLY OWNED SUBSIDIARY OF BB BIOTECH.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

N/A

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

N/A

ITEM 10. CERTIFICATION

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Page 5 of 8

6

SIGNATURES

After reasonable inquiry and the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

BB BIOTECH AG

Date: March 21, 2001

By: /s/ Anders Hove

Name: Anders Hove

Title: Signatory Authority

Date: March 21, 2001

By: /s/ Dubravka Racnjak

Name: Dubravka Racnjak

Title: Signatory Authority

BIOTECH TARGET S.A.

Date: March 21, 2001

By: /s/ Anders Hove

Name: Anders Hove

Title: Signatory Authority

Date: March 21, 2001

By: /s/ Dubravka Racnjak

Name: Dubravka Racnjak

Title: Signatory Authority

Page 6 of 8

7

EXHIBIT INDEX

Exhibit A: Agreement by and between BB Biotech and BioTarget with respect to the filing of this disclosure statement.

Page 7 of 8

8

EXHIBIT A

JOINT FILING STATEMENT

Pursuant to Rule 13d-1(f)(1), we, the undersigned, hereby express our agreement that the attached Schedule 13G (including all amendments thereto) is filed on behalf of each of the undersigned.

BB BIOTECH AG

Edgar Filing: NEUROCRINE BIOSCIENCES INC - Form SC 13G

Date: March 21, 2001

By: /s/ Anders Hove

Name: Anders Hove

Title: Signatory Authority

Date: March 21, 2001

By: /s/ Dubravka Racnjak

Name: Dubravka Racnjak

Title: Signatory Authority

BIOTECH TARGET S.A.

Date: March 21, 2001

By: /s/ Anders Hove

Name: Anders Hove

Title: Signatory Authority

Date: March 21, 2001

By: /s/ Dubravka Racnjak

Name: Dubravka Racnjak

Title: Signatory Authority
