Edgar Filing: Russell Richard E. - Form 4

Russell Richa Form 4											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COM Washington, D.C. 20549						COMMISSION	Number: 3235-0287 Expires: January 31, 2005 Estimated average burden hours per response 0.5				
Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may contin <i>See</i> Instruct 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 20(b) of the Investment Company Act of 1940 										
(Print or Type R	esponses)										
Russell Richard E. Symbol Miner			Symbol	erva Neurosciences, Inc.				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			3. Date of (Month/D 12/11/20		ansaction			Director X Officer (give below)		• Owner er (specify	
	(Street) 4. If Amer Filed(Mont				-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
WALTHAM	, MA 02451								Iore than One Re		
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	ecurit	ies Acq	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Execution any		3. Transactic Code (Instr. 8) Code V	on(A) or Dis (D) (Instr. 3, 4 Amount	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	12/11/2017			А	40,000 (1)	А	\$0	40,000	D		

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 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)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) o Disposed of (D (Instr. 3, 4, and 5)	Expiration I (Month/Day r	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amount Number Shares	
Employee Stock option (Right to Buy)	\$ 6.05	12/11/2017		А	775,000	<u>(2)</u>	12/10/2027	Common Stock	775,00	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Russell Richard E. C/O MINERVA NEUROSCIENCES, INC. 1601 TRAPELO ROAD, SUITE 284 WALTHAM, MA 02451			President			
Signatures						
/s/ Matt Bartholomae, Attorney-in-Fact	12/12/201	17				
**Signature of Reporting Person	Date					
Evaluation of Decause						

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).

Represents shares of the Issuer's Common Stock underlying a time-based restricted stock unit award ("RSU"). The shares subject to this
 (1) RSU will vest in four (4) equal annual installments commencing on the one-year anniversary of December 11, 2017, provided the Reporting Person has provided continuous service to the Issuer through the vesting date.

(2) This option vested as to 25% of the shares on December 11, 2018 and then in quarterly installments over 3 years thereafter.

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.