

Intra-Cellular Therapies, Inc.
 Form 4
 March 12, 2015

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Sosland Morton I.

2. Issuer Name and Ticker or Trading Symbol
 Intra-Cellular Therapies, Inc. [N/A]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 4801 MAIN STREET, SUITE 650
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/11/2015

____ Director
 ____ Officer (give title below)
 10% Owner
 ____ Other (specify below)

KANSAS CITY, MO 64112

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	(D)	Price			
Common Stock	03/11/2015		P		250,000	A	\$ 24	2,198,554	I	Sosland Family Trust B Partnership ⁽¹⁾
Common Stock								707,287	I	David N. Sosland Trust A ⁽²⁾
Common Stock								732,548	I	The Sosland Foundation ⁽³⁾

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or 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. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)	10. Follows Reporting Requirements (Instr. 10)
				Code V (A) (D)		Date Exercisable Expiration Date	Title or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sosland Morton I. 4801 MAIN STREET SUITE 650 KANSAS CITY, MO 64112		X		

Signatures

/s/ Morton I.
Sosland
**Signature of Reporting Person
03/12/2015
Date

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).

(1) The reporting person is the Managing Partner of the Sosland Family Trust B Partnership and the reporting person disclaims beneficial ownership of these securities except to the extent of his one-third pecuniary interest therein, and the inclusion of these shares in this report shall not be an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or any other purpose.

(2) The reporting person is the Trustee of the David N. Sosland Trust A and the reporting person disclaims beneficial ownership of these securities except to the extent of his one-third pecuniary interest therein, and the inclusion of these shares in this report shall not be an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or any other purpose.

(3)

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The reporting person is the Vice Chairman of The Sosland Foundation, a charitable foundation, and the reporting person disclaims beneficial ownership of all of these securities, and the inclusion of these shares in this report shall not be an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or any other purpose.

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.