

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2013-01-23** | Period of Report: **2013-01-18**
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ISSUER

ACADIA PHARMACEUTICALS INC

CIK: [1070494](#) | IRS No.: **061376651** | State of Incorp.: **DE** | Fiscal Year End: **1231**
SIC: **2834** Pharmaceutical preparations

Mailing Address
*3911 SORRENTO VALLEY
BLVD
SAN DIEGO CA 92121*

Business Address
*3911 SORRENTO VALLEY
BLVD
SAN DIEGO CA 92121
858-558-2871*

REPORTING OWNER

667, L.P.

CIK: [1551139](#) | State of Incorp.: **DE** | Fiscal Year End: **1231**
Type: **3** | Act: **34** | File No.: [000-50768](#) | Film No.: **13543192**

Mailing Address
*667 MADISON AVE.
21ST FLOOR
NEW YORK NY 10065*

Business Address
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21ST FLOOR
NEW YORK NY 10065
212-339-5600*

FORM 3

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

OMB APPROVAL	
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INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person <u>667, L.P.</u> (Last) (First) (Middle) <u>667 MADISON AVENUE 21ST FLOOR</u> (Street) <u>NEW YORK, NY US 10065</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>01/18/2013</u>	3. Issuer Name and Ticker or Trading Symbol <u>ACADIA PHARMACEUTICALS INC [ACAD]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year) 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 Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,045,475 ⁽¹⁾	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Common Stock Warrant (right to buy)	06/17/2013	12/17/2019	Common Stock	42,131 ⁽¹⁾	\$0.01	D	

Explanation of Responses:

1. The securities of ACADIA Pharmaceuticals, Inc. reported herein are held directly by 667, L.P. ("667"), a limited partnership the sole general partner of which is Baker Biotech Capital, L.P., a limited partnership the sole general partner of which is Baker Biotech Capital (GP), LLC. Julian C. Baker and Felix J. Baker are the controlling members of Baker Biotech Capital (GP), LLC. Baker Bros. Advisors, LLC (the "Adviser") serves as the Investment Adviser to 667. In connection with the services provided by the Adviser, the Adviser receives an asset-based management fee that does not confer any pecuniary interest. On April 12, 2012, the Adviser, 667 and the general partner of 667 entered into an amended and restated management agreement which gave the Adviser complete and unlimited discretion and authority with respect to 667's investments and voting power over investments. The general partner of 667 relinquished all discretion and authority with respect to 667's investments and voting power over investments. Julian C. Baker and Felix J. Baker each may be deemed to control the Adviser and to indirectly beneficially own the securities beneficially owned by it. Julian C. Baker and Felix J. Baker disclaim beneficial ownership of these securities, except to the extent of their pecuniary interest therein, and this report shall not be deemed an admission that Felix J. Baker or Julian C. Baker is the beneficial owner of

the above referenced securities for purposes of Section 16 or for any other purpose. The securities reported herein have been previously reported by Felix J. Baker, Julian C. Baker and the Adviser in their own Section 16 reports. In the future, 667 may jointly file Section 16 reports with Julian C. Baker, Felix J. Baker and the Adviser.

Remarks:

Dr. Stephen R. Biggar is a Partner of Baker Bros. Advisors LLC and a director of ACADIA Pharmaceuticals, Inc. For purposes of Section 16 of the Securities Exchange Act of 1934, as amended, 667, L.P. is deemed a director by deputization by virtue of its representation on the Board of Directors of ACADIA Pharmaceuticals, Inc.

Signatures

Baker Bros. Advisors, LLC, Mgmt. Co. and Inv. Adviser to 667, L.P., pursuant to authority granted by Baker Biotech Capital, L.P., GP to 667, L.P. Name: Scott L. Lessing, Title: President /s/ Scott L. Lessing

** Signature of Reporting Person

01/23/2013

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.

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 Number.