Minerva Neurosciences, Inc.

Form 4

August 12, 2016

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

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

may continue. See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Index Venture Associates III Ltd

(Last) (First) (Middle)

NO. 1 SEATON PLACE

(Street)

ST. HELIER, CHANNEL ISL., Y9 JE4 8YJ

(City)

(Instr. 3)

Common

Stock

2. Issuer Name and Ticker or Trading

Symbol

[NERV]

Minerva Neurosciences, Inc.

3. Date of Earliest Transaction

(Month/Day/Year) 08/10/2016

4. If Amendment, Date Original

Code V

S

Filed(Month/Day/Year)

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

1.Title of 2. Transaction Date 2A. Deemed Security

(State)

08/10/2016

(Month/Day/Year)

(Zip)

Execution Date, if (Month/Day/Year)

4. Securities Acquired (A) 5. Amount of Transactionr Disposed of (D) Code (Instr. 8)

(2)

(Instr. 3, 4 and 5) (A)

or Amount (D) Price

1,000,000 D \$ 10 4,488,272

Transaction(s) (Instr. 3 and 4)

I

SEC 1474

Footnotes

(1) (3) (4) (5)

See

7. Nature of

Indirect

Beneficial

Ownership

(Instr. 4)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

Form filed by One Reporting Person _X_ Form filed by More than One Reporting

Ownership

Direct (D)

or Indirect

(Instr. 4)

Form:

(I)

(Check all applicable)

10% Owner Other (specify

Issuer

below)

Director

Applicable Line)

Securities

Following

Reported

Owned

Beneficially

Officer (give title

Estimated average

burden hours per

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)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transaction	5. orNumber	6. Date Exerc Expiration D		7. Titl		8. Price of Derivative	9. Nu Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	•	,	Secur	, ,	(Instr. 5)	Bene
	Derivative		, , , , , , , , , , , , , , , , , , , ,		Securities				3 and 4)		Owne
	Security				Acquired			(Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Date	Expiration	m 1	or		
						Exercisable	Date	Title	Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

	Relationships				
Reporting Owner Name / Address	Director	10% Owner	Officer	Other	
Index Venture Associates III Ltd NO. 1 SEATON PLACE ST. HELIER, CHANNEL ISL., Y9 JE4 8YJ		X			
Index Venture Associates IV Ltd 44 ESPLANADE ST. HELLIER, CHANNEL ISLANDS, Y9 JE4 9WG		X			
Index Venture Associates V Ltd 44 ESPLANADE ST. HELLIER, CHANNEL ISLANDS, Y9 JE4 9WG		X			
Yucca (Jersey) SLP 44 THE ESPLANADE ST. HELIER, Y9 JE4 9WG		X			

Signatures

Index Venture Associates III Limited, By: /s/ Nigel Greenwood, Director					
**Signature of Reporting Person	Date				
Index Venture Associates IV Limited, By: /s/ Sinead Meehan, Director	08/12/2016				
**Signature of Reporting Person	Date				
Index Venture Associates V Limited, By: /s/ Sinead Meehan, Director	08/12/2016				
**Signature of Reporting Person	Date				
Yucca (Jersey) SLP, By: Elian Employee Benefit Services Limited as authorized signatory of Yucca (Jersey) SLP in its capacity as an Administrator of the Index Co-Investment Scheme, By: /s/ Alex Di Santo and Edward Thorogood, Authorized Signatories	08/12/2016				

Reporting Owners 2

**Signature of Reporting Person

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).
 - Index Venture Associates III Limited is the general partner of Index Ventures III (Jersey), L.P., Index Ventures III (Delaware), L.P., and Index Ventures III Parallel Entrepreneur Fund (Jersey) L.P. Yucca (Jersey) SLP is the Administrator of the Index Co-Investment Scheme
- (1) acting through Elian Employee Benefit Services Limited. Index Venture Associates IV Limited is the general partner of Index Ventures IV (Jersey) L.P. and Index Ventures IV Parallel Entrepreneur Fund (Jersey) L.P. Index Venture Associates V Limited is the general partner of Index Ventures V Parallel Entrepreneur Fund (Jersey), L.P. and Index Ventures V (Jersey), L.P.
 - Composed of 173,278 common shares disposed by Index Ventures III (Jersey), L.P., 351,995 common shares disposed by Index Ventures III (Delaware), L.P., 6,270 common shares disposed by Index Ventures III Parallel Entrepreneur Fund (Jersey), L.P., 240,780 common
- (2) shares disposed by Index Ventures IV (Jersey), L.P., 22,855 common shares disposed by Index Ventures IV Parallel Entrepreneur Fund (Jersey), L.P., 190,411 common shares disposed d by Index Ventures V (Jersey), L.P., 1,543 common shares disposed by Index Ventures V Parallel Entrepreneur Fund (Jersey), L.P., and 12,868 common shares disposed by Yucca (Jersey) SLP.
 - Composed of 777,719 shares held by Index Ventures III (Jersey), L.P., 1,579,852 shares held by Index Ventures III (Delaware), L.P., 28,144 shares held by Index Ventures III Parallel Entrepreneur Fund (Jersey), L.P., 1,080,684 shares held by Index Ventures IV (Jersey),
- (3) L.P., 102,579 shares held by Index Ventures IV Parallel Entrepreneur Fund (Jersey), L.P., 854,615 shares held by Index Ventures V (Jersey), L.P., 6,925 shares held by Index Ventures V Parallel Entrepreneur Fund (Jersey), L.P., and 57,754 shares held by Yucca (Jersey) SLP.
- (4) This Statement Form 4 is being filed jointly by the Index Entities. Each of the Index Entities disclaims beneficial ownership held of record by any of the other Index Entities, except to the extent of their respective proportionate pecuniary interest(s) therein.
 - Michele Ollier, Director of the Issuer, is a partner of Medicxi Ventures (Jersey) Limited Succursale de Geneve which provides sub-advisory services to the foregoing funds and Dr. Ollier disclaims beneficial ownership of all such shares held by the foregoing funds, except to the extent of her proportionate pecuniary interest therein. Francesco De Rubertis, Director of the Issuer, is a partner of Medicxi
- (5) Ventures (UK) LLP which provides sub-advisory services to the foregoing funds and Dr. De Rubertis disclaims beneficial ownership of all such shares held by the foregoing funds, except to the extent of his proportionate pecuniary interest therein. Index Venture Associates III Limited, Index Venture Associates IV Limited, Index Venture Associates V Limited and Yucca (Jersey) SLP (collectively, the "Index Entities") are members of a "group" for purposes of Section 13(d) of the Exchange Act.

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.

Signatures 3

Date