FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
wasiniyion,	D.C.	20343

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

																	_				
Name and Address of Reporting Person* Neumann Mark						2. Issuer Name and Ticker or Trading Symbol Intra-Cellular Therapies, Inc. [ITCI]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
TVCullulii IVIUI K																			· I		
,					⁻├										below)	(give title		Other (s	specify		
(Last)	(Fi	irst)	(Middle)			3. Date of Earliest Transaction (Month/Day/Year)									,	71.:C		,			
C/O INT	RA-CELLI	JLAR THERAP	IES INC	7	10	10/15/2021								EVP, Chief Commercial Officer							
			120, 1110	٠.																	
430 EAS	ST 29TH ST	\vdash																			
					_ 4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
(Street)														Line)							
NEW YO	ORK N	Y	10016											X Form filed by One Reporting Person							
														Form filed by More than One Reporting							
					-										Person						
(City)	(S	tate)	(Zip)																		
						_															
		Tab	ole I - No	on-Deri	vativ	e Se	curit	ies Ac	quired	, Dis	sposed o	of, or Be	netic	ıally	Owned						
1. Title of	Security (Inst	tr. 3)		2. Transa	action	tion 2A. Deemed 3. 4. Securities Acquired (A)						d (A) or		5. Amou	nt of	6. Ownership		7. Nature			
	•	,		Date (Month/F			Execution Date, ear) if any		Transaction Code (Instr.		Disposed	Of (D) (Insti	r. 3, 4 a	nd 5)	Securities		Form: Direct		of Indirect Beneficial		
				(Month/Day/Y				any Month/Day/Year)		msu.					Beneficially Owned Following		(D) or Indirect (I) (Instr. 4)		Ownership		
						Ι,			١			(0)	1		Reported		```	· ,	(Instr. 4)		
									Code	١v	Amount	(A) or (D) Prio		!	Transaction(s) (Instr. 3 and 4)						
									+	\vdash		+ , ,			1						
Common	Stock			10/15	10/15/2021				M		13,448	A	(1)	58,	58,787		D			
Common Stock				10/10)/18/2021				S(2)		6,702	D	¢41	.49(3)	E2	OOE		D			
Common Stock 10				10/18	18/2021				5(2)		0,702	D \$41		.49(3)	52,	2,085		ט			
Common Stock 10/18/2					/2021	021		S ⁽²⁾		4,288	D	\$40.77(4)		47,797			D				
Common Stock 10/10/2						.021		<u> </u>		4,200 D V4		Ψ.0	77 47,737		7 0 7						
Common Stock 10/18/2						2021		S ⁽²⁾		1,958	D	\$39.44(5)		45,839		D					
								+		 		-		- 		-					
Common Stock 10/18/2					′2021				S ⁽²⁾	s ⁽²⁾ 500		D	D \$38.88 ⁽⁶⁾		45,339		D				
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
		٦	Table II -												wned						
				(e.g.,	puts,	calls	s, wa	arrants	, optio	ns,	converti	ble secu	ıritie	s)							
1. Title of	2.	3. Transaction	3A. Deem	ed	4.		5. N	umber	6. Date I	Exerci	isable and	7. Title an	d Amo	unt 8	. Price of	9. Numbe	r of	10.	11. Nature		
Derivative	Conversion	Date	Execution	n Date,	Transa		tion of str. Derivative		Expirati	on Da	te	of Securities Underlying Derivative Secu		0	Derivative Security (Instr. 5)	derivative Securities Beneficially	e	Ownership	p of Indirect Beneficial Ownership		
Security (Instr. 3)	or Exercise Price of	(Month/Day/Year)	if any		Code (8)	Instr.			(Month/	Day/Y	ear)							Form: Direct (D)			
(IIISII. 3)	Derivative		(MOHUI)	(Month/Day/Year)			Securities Acquired					(Instr. 3 a		יין איי	iisti. əj	Owned	"y	or Indirect			
	Security (A							(A) or								Following		(I) (Instr. 4)	[` ′		
							Disposed					l				Reported	n/c)				
							of (D) (Instr. 3, 4 and 5)									Transaction (Instr. 4)	ווע		1		
				ŀ					<u> </u>				Amou			`					
													or	ınt							
													Numb	oer							
					Code	l _v	(A)	(D)	Date Exercisa	_{able}	Expiration Date	Title	of Share	.							
					Joue	Ľ	(^)	(5)	-vei cige	ADIC	Date	1100	Jilale								
Restricted	(7)	40/45/2004							(0)		(0)	Common	124	40	***						
Stock Units	(7)	10/15/2021			M			13,448	(8)		(8)	Stock	13,4	40	\$0.00	0		D			

Explanation of Responses:

- 1. Restricted stock units convert into common stock on a one-for-one basis.
- 2. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 13, 2021. A substantial portion of the proceeds from these sales will be used to cover the reporting person's tax liability arising from the vesting of restricted stock units.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.04 to \$42.03, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth above.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$40.34 to \$41.03, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth above.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.02 to \$40.01, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth above.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.60 to \$39.01, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, on request, full information regarding the number of shares sold at each separate price within the range set forth above
- 7. Each restricted stock unit represents a contingent right to receive one share of common stock.
- 8. The restricted stock units vest as to one third of the shares on October 15, 2019, one third of the shares on October 15, 2020 and one third of the shares on October 15, 2021.

Remarks:

/s/ Lawrence J. Hineline, Attorney-in-fact

10/19/2021

** Signature of Reporting Person

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.