

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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Mates Sharon</u> (Last) (First) (Middle) C/O INTRA-CELLULAR THERAPIES, INC. 3960 BROADWAY (Street) NEW YORK NY 10032 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/29/2013	3. Issuer Name and Ticker or Trading Symbol <u>Intra-Cellular Therapies, Inc. [NONE]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President & CEO</u>	5. If Amendment, Date of 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	1,053,935	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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Option (right to buy)	(1)	12/19/2014	Common Stock 50,000	0.5	D	
Stock Option (right to buy)	(1)	12/14/2015	Common Stock 25,000	0.6	D	
Stock Option (right to buy)	(1)	12/05/2016	Common Stock 25,000	1.36	D	
Stock Option (right to buy)	(1)	12/12/2017	Common Stock 37,500	1.5	D	
Stock Option (right to buy)	(1)	12/18/2018	Common Stock 50,000	1.5	D	
Stock Option (right to buy)	(1)	06/10/2020	Common Stock 50,000	2.74	D	
Stock Option (right to buy)	(2)	12/21/2020	Common Stock 50,000	2.74	D	
Stock Option (right to buy)	(3)	04/30/2022	Common Stock 50,000	2.84	D	
Stock Option (right to buy)	(4)	05/30/2023	Common Stock 50,000	3.26	D	

Explanation of Responses:

- All shares underlying this option have vested.
- The option vests as to one third of the shares on December 22, 2011, one third of the shares on December 22, 2012 and one third of the shares on December 22, 2013.
- The option vests as to one third of the shares on December 20, 2012, one third of the shares on December 20, 2013 and one third of the shares on December 20, 2014.
- The option vests as to one third of the shares on December 20, 2013, one third of the shares on December 20, 2014 and one third of the shares on December 20, 2015.

/s/ Sharon Mates, Ph.D. 09/09/2013

** 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 5 (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.

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