

FORM 5

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).

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Form 3 Holdings Reported.

Form 4 Transactions Reported.

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>NLBDIT 2010 SERVICES, LLC</u> (Last) (First) (Middle) C/O SUNRISE SECURITIES CORP. 600 LEXINGTON AVENUE, 23RD FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Intra-Cellular Therapies, Inc. [ITCI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) former 10% owner
	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 08/29/2013	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock, par value \$0.0001 per share ("Common Stock")	08/29/2013		U ⁽¹⁾	5,000,000	D	\$0.012	0	D	
Common Stock	08/29/2013		U ⁽¹⁾	5,000,000	D	\$0.012	0	I	Footnote ⁽²⁾
Common Stock	08/29/2013		U ⁽¹⁾	5,000,000	D	\$0.012	0	I	Footnote ⁽³⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
						(A) (D)	Date Exercisable					

1. Name and Address of Reporting Person* <u>NLBDIT 2010 SERVICES, LLC</u> (Last) (First) (Middle) C/O SUNRISE SECURITIES CORP. 600 LEXINGTON AVENUE, 23RD FLOOR (Street) NEW YORK NY 10022 (City) (State) (Zip)		
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1. Name and Address of Reporting Person*		
<u>NATHAN LOW 2008 IRREVOCABLE TRUST</u>		
(Last)	(First)	(Middle)
C/O SUNRISE SECURITIES CORP.		
600 LEXINGTON AVENUE, 23RD FLOOR		
(Street)		
NEW YORK	NY	10022
(City)		
(State)	(Zip)	
1. Name and Address of Reporting Person*		
<u>LOW NATHAN A</u>		
(Last)	(First)	(Middle)
C/O SUNRISE SECURITIES CORP.		
600 LEXINGTON AVENUE, 23RD FLOOR		
(Street)		
NEW YORK	NY	10022
(City)		
(State)	(Zip)	

Explanation of Responses:

1. On August 29, 2013, the issuer repurchased 5,000,000 shares of common stock for an aggregate purchase price of \$60,000 from NLBDIT 2010 Services, LLC (the "Reporting Person") in connection with a change in control transaction.
2. Represents the shares of common stock owned of record by the Reporting Person and beneficially by The Nathan Low 2008 Irrevocable Trust ("Low Trust"). The Low Trust owns 100% of the outstanding membership interests of the Reporting Person and may be deemed to beneficially own the shares of common stock held of record by the Reporting Person.
3. Represents the shares of Common Stock owned of record by the Reporting Person and beneficially by Nathan A. Low. Mr. Low is the family trustee of the Low Trust and has voting and dispositive control over any securities owned of record or beneficially by the Low Trust. Therefore, Mr. Low may be deemed to beneficially own the shares of common stock held by the Reporting Person.

<u>/s/ Samir Masri, Manager of NLBDIT 2010 Services LLC</u>	<u>02/14/2013</u>
<u>/s/ Nathan A. Low, Trustee of The Nathan Low 2008 Irrevocable Trust</u>	<u>02/14/2013</u>
<u>/s/ Nathan A. Low</u>	<u>02/14/2013</u>
** 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.