

FORM 4

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>JOHNSON &amp; JOHNSON</u><br><br>(Last) (First) (Middle)<br><u>ONE JOHNSON &amp; JOHNSON PLAZA</u><br><br>(Street)<br><u>NEW BRUNSWICK</u> <u>NJ</u> <u>08933</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Minerva Neurosciences, Inc. [ NERV ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>03/13/2015</u>                      |  |
|  | 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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4)       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price  |   |  |   |
| Common Stock                    | 03/13/2015 <sup>(1)</sup>            |  | P                              |   | 607,903   | A          | \$4.81 | 4,500,159 <sup>(2)</sup>  | I  | By Johnson & Johnson Innovation - JJDC, Inc. <sup>(3)</sup> |

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) |  |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----------------|---|--|--|---|--|--|
|  |  |                                      |  | Code                           | V |  | Date Exercisable   | Expiration Date |   |  |  |   |  | Title  |
| Warrants (right to buy)                    | \$5.772  | 03/13/2015 <sup>(1)</sup>            |  | P                              |   | 607,903  | 03/18/2015 <sup>(1)</sup>                                | 03/18/2017      | Common Stock  | 607,903                                    | \$0.125  | 607,903   | I  | By Johnson & Johnson Innovation- JJDC, Inc. <sup>(2)</sup> |

|  |  |  |
|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>JOHNSON &amp; JOHNSON</u><br><br>(Last) (First) (Middle)<br><u>ONE JOHNSON &amp; JOHNSON PLAZA</u><br><br>(Street)<br><u>NEW BRUNSWICK</u> <u>NJ</u> <u>08933</u><br><br>(City) (State) (Zip) |  |  |
|--|--|--|

1. Name and Address of Reporting Person\*

[Johnson & Johnson Innovation - JJDC, Inc.](#)

(Last) (First) (Middle)

410 GEORGE STREET

(Street)

NEW  
BRUNSWICK

NJ

08901

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The transaction is subject to customary closing conditions and is expected to close on or about 03/18/2015.
2. Consists of 3,892,256 shares of Common Stock and 607,903 shares of Common Stock underlying immediately exercisable warrants.
3. The securities reported as being indirectly beneficially owned by the designated Reporting Person are directly beneficially owned by Johnson & Johnson Innovation - JJDC, Inc., a wholly-owned subsidiary of the designated Reporting Person (formerly known as Johnson & Johnson Development Corporation).

[/s/ Douglas Chia, Secretary of  
Johnson & Johnson](#) [03/17/2015](#)

[/s/ Steven M. Rosenberg,  
Secretary of Johnson &  
Johnson Innovation - JJDC,  
Inc.](#) [03/17/2015](#)

\*\* 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.**