The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 **FORM D**

OMB APPROVAL

Estimated average burden hours per response: 4.00

Notice of Exempt Offering of Securities

1. Issuer's Identity			
CIK (Filer ID Number)	Previous	X None	Entity Type
	Names	None	Entity Type
0001598646			Corporation
Name of Issuer			Limited Partnership
Minerva Neurosciences, Inc.			Limited Liability Company
Jurisdiction of Incorporation/Org	anization		General Partnership
DELAWARE	on		Business Trust
Year of Incorporation/Organizati	UII		Other (Specify)
Over Five Years Ago			
Within Last Five Years (Spe	cify Year)		
Yet to Be Formed			
2. Principal Place of Business	and Contact Information		
Name of Issuer			
Minerva Neurosciences, Inc.			
Street Address 1		Street Address 2	
1500 District Avenue			
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
Burlington	MASSACHUSETTS	01803	617-600-7373
3. Related Persons			
Last Name	First Name		Middle Name
Luthringer	Remy		Middle Name
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenu	P	
City	State/Province/Co		ZIP/PostalCode
Burlington	MASSACHUSETT		01803
Relationship: X Executive Office			
· <u> </u>			
Clarification of Response (if Nec	essary):		
Last Name	First Name		Middle Name
Race	Geoffrey		
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenu	e	
City	State/Province/Co	untry	ZIP/PostalCode
Burlington	MASSACHUSETT	S	01803
Relationship: $\overline{\mathbf{X}}$ Executive Office	er Director Promoter		
Clarification of Response (if Nec	essary):		
Last Name	First Name		Middle Name
Ahlholm	Frederick		
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenu	e	
City	State/Province/Co		ZIP/PostalCode
Burlington	MASSACHUSETT		01803
Relationship: X Executive Office			
- totalonomp. [] Excounte Offic			

Clarification of Response (if Necessar	y):		
Last Name	First Name	Middle Name	
Hasler	Hans	Peter	
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenue		
City	State/Province/Country	ZIP/PostalCode	
Burlington	MASSACHUSETTS	01803	
Relationship: Executive Officer X			
Clarification of Response (if Necessar	y):		
Last Name	First Name	Middle Name	
Hilleman	Jeryl		
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenue		
City	State/Province/Country	ZIP/PostalCode	
Burlington	MASSACHUSETTS	01803	
Relationship: Executive Officer X	Director Promoter		
Clarification of Response (if Necessar	y): 		
Last Name	First Name	Middle Name	
Kupfer	David		
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenue		
City	State/Province/Country	ZIP/PostalCode	
Burlington	MASSACHUSETTS	01803	
Relationship: Executive Officer X	Director Promoter		
Clarification of Response (if Necessar	v):		
	,,		
Last Name	First Name	Middle Name	
Laghrissi-Thode	Fouzia		
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenue		
City	State/Province/Country	ZIP/PostalCode	
Burlington	MASSACHUSETTS	01803	
Relationship: Executive Officer X	Director Promoter		
Clarification of Response (if Necessar	y):		
Last Name	First Name	Middle Name	
van Heek	Jan		
Street Address 1	Street Address 2		
c/o Minerva Neurosciences, Inc.	1500 District Avenue		
City	State/Province/Country	ZIP/PostalCode	
Burlington	MASSACHUSETTS	01803	
	Director Promoter	01005	
	_		
Clarification of Response (if Necessar	y). 		
4. Industry Group			
Agriculture	Health Care	□ Parallian	
— -		Retailing	
Banking & Financial Services	X Biotechnology	Restaurants	
Commercial Banking	Health Insurance	Technology	
Insurance	Hospitals & Physicians		
Investing		Computers	
Investment Banking	Pharmaceuticals	Telecommunications	
Pooled Investment Fund	Other Health Care	Other Technology	
	Manufacturing	Travel	

Is the issuer registered as an investment company under the Investment Company Act of 1940? Yes No Other Banking & Financial Services Business Services Energy Coal Mining Electric Utilities Energy Conservation Environmental Services Oil & Gas Other Energy	Real Estate Commercial Construction REITS & Finance Residential Other Real Estate	Airlines & Airports Lodging & Conventions Tourism & Travel Services Other Travel Other
J. 133UCI 314C		
Revenue Range OR No Revenues \$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,000 \$25,000,000 Over \$100,000,000 Over \$100,000,000 Motion of the property of the pro	Aggregate Net Asset Value F No Aggregate Net Asset V \$1 - \$5,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$50,000,000 \$50,000,001 - \$100,000,000 Cover \$100,000,000 Decline to Disclose Not Applicable Investment Company A Section 3(c)(1) Section 3(c)(2) Section 3(c)(3) Section 3(c)(4) Section 3(c)(5) Section 3(c)(6)	/alue
	Section 3(c)(7)	
7. Type of Filing		
X New Notice Date of First Sale 2023-06-30 Amendment	First Sale Yet to Occur	
8. Duration of Offering		
Does the Issuer intend this offering to last more		
Type(s) of Securities Offered (select all that	t apply)	
X Equity Debt X Option, Warrant or Other Right to Acquire Ar Security to be Acquired Upon Exercise of Open Right to Acquire Security	Tenar nother Security Miner	ed Investment Fund Interests nt-in-Common Securities ral Property Securities (describe)
10. Business Combination Transaction		

merger, acquisition or exchange offer?	Yes X No	
Clarification of Response (if Necessary):		
11. Minimum Investment		
Minimum investment accepted from any outside investor \$0 USI	D	
12. Sales Compensation		
Recipient	Recipient CRD Number X None	
(Associated) Broker or Dealer X None	(Associated) Broker or Dealer CRD Number X None	
Street Address 1	Street Address 2	
City	State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	Foreign/non-US	
13. Offering and Sales Amounts		
Total Offering Amount \$19,999,994 USD or Indefinite		
Total Amount Sold \$0 USD		
Total Remaining to be Sold \$19,999,994 USD or Indefinite		
Total Nemaning to be 30th \$15,555,557 03D ofindennie		
Clarification of Response (if Necessary):		
14. Investors		
Select if securities in the offering have been or may be sold		
enter the number of such non-accredited investors who alre	•	
Regardless of whether securities in the offering have been of investors, enter the total number of investors who already have		4
15. Sales Commissions & Finder's Fees Expenses		
Provide separately the amounts of sales commissions and finder an estimate and check the box next to the amount.	rs fees expenses, if any. If the amount of an expenditure is no	ot known, provide
Sales Commissions \$0 USD Estimate		
Finders' Fees \$0 USD Estimate		
Clarification of Response (if Necessary):		
16. Use of Proceeds		
Provide the amount of the gross proceeds of the offering that has be named as executive officers, directors or promoters in responthe box next to the amount.		
\$0 USD Estimate		
Clarification of Response (if Necessary):		
Signature and Submission		
Please verify the information you have entered and review that to file this notice.	he Terms of Submission below before signing and clicking	ng SUBMIT below
Terms of Submission		

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Minerva Neurosciences, Inc.	/s/ Geoffrey Race	Geoffrey Race	President	2023-06-30

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.

^{*} This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.