# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

# **OMB APPROVAL**

3235-0287 Estimated average burden 0.5 hours per response:

# 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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

							( )				. ,								
1. Name and Address of Reporting Person* <u>Vandervelpen Nico</u>						2. Issuer Name <b>and</b> Ticker or Trading Symbol  Minerva Neurosciences, Inc. [ NERV ]								Relationship on the contract of the contract o	able)	Reporting Person(s) to Issuer able) 10% Owne			
(Last) (First) (Middle) C/O MINERVA NEUROSCIENCES, INC.					3. Date of Earliest Transaction (Month/Day/Year) 07/24/2017									Officer below)	(give title		Other (sp below)	pecify	
1601 TRAPELO ROAD, SUITE 284					4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) WALTHAM MA 02451													- 1	X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City) (State) (Zip)																			
		Ta	able I - Nor	n-Deriva	tive	Sec	curitie	es Acq	uired,	Dis	osed of,	or Ben	eficial	y Owned					
1. Title of Security (Instr. 3)  2. Transa Date (Month/D					ır) E	2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3,			5) Securities Beneficia Owned Fe	5. Amount of Securities Beneficially Owned Following		Direct III Indirect E str. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	on(s)			Instr. 4)		
			Table II -	Derivati (e.g., pເ	ive S	Secu calls	urities s, war	Acqu rants,	ired, [ optio	Dispo	sed of, o	or Benef le securi	icially ities)	Owned			,		
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/Yea	Cod	, Transaction Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerci Expiration Da (Month/Day/Yo		te of Securities		es g Security	Derivative Security	9. Numb derivativ Securitie Beneficia Owned Followin Reported	re es ally g	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Cod	le V				Date Exercis	able	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)				
Stock Option (Right to Buy)	\$4.71	07/24/2017		D <sup>(1</sup>	.)			25,000	(1)		12/03/2025	Common Stock	25,000	\$0.00	0		D		
Stock Option (Right to Buy)	\$4.71	07/24/2017		A <sup>(1</sup>	.)		25,000		(1)		07/24/2018	Common Stock	25,000	\$0.00	25,00	00	D		
Stock Option (Right to Buy)	\$10.2	07/24/2017		D <sup>(2</sup>	2)			12,500	(2)		06/15/2026	Common Stock	12,500	\$0.00	0		D		
Stock Option (Right to Buy)	\$10.2	07/24/2017		A <sup>(2</sup>	2)		12,500		(2)		07/24/2018	Common Stock	12,500	\$0.00	12,50	00	D		
Stock Option (Right to Buy)	\$10	07/24/2017		D <sup>(3</sup>	3)			12,500	(3)		05/31/2027	Common Stock	12,500	\$0.00	0		D		
Stock Option (Right to Buy)	\$10	07/24/2017		A <sup>(3</sup>	(3)		12,500		(3)		07/24/2018	Common Stock	12,500	\$0.00	12,50	00	D		

#### **Explanation of Responses:**

- 1. The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on December 4, 2015 and provides for vesting quarterly over 3 years beginning on December 4, 2015.
- 2. The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on June 16, 2016 and provides for vesting in four equal quarterly installments at a rate of 1/4 of the total number of shares every three months, with the first 1/4 vesting on the date that is three months following June 16, 2016 and an additional 1/4 every three months thereafter, subject in each case to the continued service of the Reporting Person as a non-employee director as of such vesting date.
- 3. The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The option was originally granted on June 1, 2017 and provides for vesting in four equal quarterly installments at a rate of 1/4 of the total number of shares every three months, with the first 1/4 vesting on the date that is three months following June 1, 2017 and an additional 1/4 every three months thereafter, subject in each case to the continued service of the Reporting Person as a non-employee director as of such vesting date.

## Remarks:

/s/ Nico Vandervelpen

07/26/2017

\*\* 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.

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