

Intra-Cellular Therapies, Inc.
Form SC 13G/A
February 05, 2015
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN THE STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(b)

(Amendment No. 1)*

Intra-Cellular Therapies, Inc.
(Name of Issuer)

Common Stock, par value \$0.0001 per share
(Title of Class of Securities)

46116X 101
(CUSIP Number)

December 31, 2014
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
[X] Rule 13d-1(c)
Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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| | | |
|---|---|--------------------|
| 1 | NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only) | |
| | Morton I. Sosland | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | (a) [] (b) [X] |
| 3 | SEC USE ONLY | |
| 4 | CITIZENSHIP OR PLACE OF ORGANIZATION | |
| | United States of America | |
| | SOLE VOTING POWER | |
| | 5 | |
| | 3,388,389 | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | SHARED VOTING POWER | |
| | 6 | |
| | 0 | |
| | SOLE DISPOSITIVE POWER | |
| | 7 | |
| | 3,388,389 | |
| | SHARED DISPOSITIVE POWER | |
| | 8 | |
| | 0 | |
| 9 | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | |
| | 3,388,389 | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES | [] |
| | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) | |
| 11 | 11.53% | |
| | TYPE OF REPORTING PERSON | |
| 12 | IN | |

NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

1 David N. Sosland Trust A

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
(b) [X]

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Missouri
SOLE VOTING POWER
5 707,287
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH SHARED VOTING POWER
6 0
SOLE DISPOSITIVE POWER
7 707,287
SHARED DISPOSITIVE POWER
8 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 707,287
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11 2.41%
TYPE OF REPORTING PERSON

12 OO

NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

1 The Sosland Family Trust B Partnership

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
(b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Missouri
SOLE VOTING POWER

5 1,948,554
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH
6 SHARED VOTING POWER
7 SOLE DISPOSITIVE POWER

8 1,948,554
9 SHARED DISPOSITIVE POWER
0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 1,948,554
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES []

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

6.63%
TYPE OF REPORTING PERSON

12 PN

NAMES OF REPORTING PERSONS
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

1 The Sosland Foundation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) []
 (b) [X]

3 SEC USE ONLY

CITIZENSHIP OR PLACE OF ORGANIZATION

4 Missouri
 SOLE VOTING POWER
 5

NUMBER OF 732,548
 SHARES SHARED VOTING POWER
 BENEFICIALLY 6
 OWNED BY 0
 EACH SOLE DISPOSITIVE POWER
 REPORTING 7

PERSON WITH 732,548
 SHARED DISPOSITIVE POWER
 8
 0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 732,548
 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES []
 CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

2.49%
 TYPE OF REPORTING PERSON

12 CO

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Item 1(a). Name of
Issuer:

Intra-Cellular
Therapies,
Inc.

Item 1(b). Principal
Executive
Offices:

3960
Broadway
New York,
New York
10032

Items 2(a)
and (b). Name of
Persons
Filing and
Address of
Principal
Business
Office:

Morton I.
Sosland
4801 Main
Street, Suite
650
Kansas City,
Missouri
64112

David N.
Sosland
Trust A
4801 Main
Street, Suite
650
Kansas City,
Missouri
64112

Sosland
Family Trust
B

Partnership
4801 Main
Street, Suite
650
Kansas City,
Missouri
64112

The Sosland
Foundation
4801 Main
Street, Suite
650
Kansas City,
Missouri
64112

Citizenship.

Morton I.
Sosland is a
citizen of the
United States
of America.

David N.
Sosland
Trust A is a
Missouri
trust.

Item 2(c).

Sosland
Family Trust
B
Partnership
is a Missouri
partnership.

The Sosland
Foundation
is a Missouri
non-profit
corporation.

Item 2(d). Title of Class
of Securities:

Common
Stock, par
value
\$0.0001 per

share (the
“Common
Stock”)

Item 2(e). CUSIP
Number:

46116X 101

Item 3. Not
applicable.

Item 4. Ownership.

(a) Amount
beneficially
owned:

Morton I.
Sosland is
the
beneficial
owner of
3,388,389
shares of
Common
Stock.

The David
N. Sosland
Trust A is
the
beneficial
owner of
707,287
shares of
Common
Stock.

The Sosland
Family
Trust B
Partnership
is the
beneficial
owner of
1,948,554
shares of
Common
Stock.

The Sosland
Foundation
is the
beneficial
owner of
732,548
shares of
Common
Stock.

(b) Percent of class:

Morton I. Sosland is the beneficial owner of 11.53% of the outstanding shares of Common Stock.

The David N. Sosland Trust A is the beneficial owner of 2.41% of the outstanding shares of Common Stock.

The Sosland Family Trust B Partnership is the beneficial owner of 6.63% of the outstanding shares of Common Stock.

The Sosland Foundation is the beneficial owner of 2.49% of the outstanding shares of Common Stock.

(c) Number of shares to which such person has power to vote, or direct the vote of, or to dispose, or to direct the disposition, of the shares:

As the Trustee of The David N. Sosland Trust A, Morton I. Sosland may direct the vote and disposition of all of the shares of Common Stock held by The David N. Sosland Trust.

As the Managing Partner of The Sosland Family Trust B Partnership, Morton I. Sosland may direct the vote and disposition of all of the shares of Common Stock held by The

Sosland
Family
Trust B
Partnership.

As the Vice
Chairman of
The Sosland
Foundation,
Morton I.
Sosland
may direct
the vote and
disposition
of all of the
shares of
Common
Stock held
by The
Sosland
Foundation.

Item 5. Ownership of Five
Percent or Less of a
Class.

Not applicable.

Item 6. Ownership of More
than Five Percent on
Behalf of Another
Person.

Not applicable

Item 7. Identification and
Classification of the
Subsidiary Which
Acquired the
Security Being
Reported By the
Parent Holding
Company.

Not applicable

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Item 8. Identification and Classification of Members of the Group.

Not applicable

Item 9. Notice of Dissolution of a Group.

Not applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Exhibits Exhibit A

Joint Filing
Agreement
dated
September 9,
2013, by and
among
Morton I.
Sosland, The
David N.
Sosland Trust
A, The
Sosland
Family Trust
B Partnership
and The
Sosland
Foundation.

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SIGNATURE

After reasonable inquiry and to the best of his or her knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated: February 4, 2015

By: /s/ Morton I. Sosland
Morton I. Sosland

David N. Sosland Trust A

By: /s/ Morton I. Sosland
Morton I. Sosland, as Trustee

Sosland Family Trust B Partnership

By: /s/ Morton I. Sosland
Morton I. Sosland, as Managing Partner

The Sosland Foundation

By: /s/ Morton I. Sosland
Morton I. Sosland, as Vice Chairman

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EXHIBIT A

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Statement on Schedule 13G (including any and all amendments thereto) with respect to the Common Stock of Intra-Cellular Therapies, Inc., and further agree that this Joint Filing Agreement shall be included as an Exhibit to such joint filings.

This Joint Filing Agreement may be signed in counterparts with the same effect as if the signature on each counterpart were upon the same instrument.

Dated: February 4, 2015

/s/ Morton I. Sosland
Morton I. Sosland

David N. Sosland Trust A

By: /s/ Morton I. Sosland
Morton I. Sosland, Trustee

Sosland Family Trust B Partnership

By: /s/ Morton I. Sosland
Morton I. Sosland, Managing Partner

The Sosland Foundation

By: /s/ Morton I. Sosland
Morton I. Sosland, Vice Chairman