Horizon Pharma plc Form 4 April 04, 2016

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 3235-0287

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Section 16.

subject to

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(City)

(State)

(Zin)

(Print or Type Responses)

1. Name and Address of Reporting Person * HAMPTON GEORGE P			2. Issuer Name <b>and</b> Ticker or Trading Symbol Horizon Pharma plc [HZNP]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle)  C/O HORIZON PHARMA PLC, CONNAUGHT HOUSE, 1ST		<b>Л</b> А	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2016	Director 10% Owner X Officer (give title Other (specify below) See remarks			
FL, 1 BURLINGTON RD				See Temarks			
(Street)  DUBLIN, L2 D04 C5Y6			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City)	(State) (	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially O							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Code V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	(Instr. 4)
Ordinary Shares	04/01/2016		M	7,000	A	(1)	8,092 (2)	D	
Ordinary Shares	04/01/2016		F	1,915	D	\$ 17.37	6,177	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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# 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)	2 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number conf Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date curities (Month/Day/Year) equired ) or sposed of ) str. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(1)	04/01/2016		M	7,000	(3)	(3)	Ordinary Shares	7,000	\$

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

HAMPTON GEORGE P C/O HORIZON PHARMA PLC CONNAUGHT HOUSE, 1ST FL, 1 BURLINGTON RD DUBLIN, L2 D04 C5Y6

See remarks

# **Signatures**

/s/ Paul W. Hoelscher, Attorney-in-Fact 04/04/2016

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (1) Each restricted stock unit represents a contingent right to receive one ordinary share of the Issuer.
- (2) Includes 1,092 ordinary shares of the Issuer acquired by the reporting person on December 1, 2015 pursuant to an employee stock purchase program.
- (3) On April 1, 2015 and May 1, 2015, the reporting person was granted an aggregate of 28,000 restricted stock units. The restricted stock units vest in four equal annual installments beginning on the April 1, 2016.

#### **Remarks:**

The Reporting Person is EVP, Global Orphan Business Unit and International Operations of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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