

Kent Jeff  
Form 3  
February 26, 2019

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

|   |   |  |   |   |   |
|---|---|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Kent Jeff</p> <p>(Last) (First) (Middle)</p> <p>C/O HORIZON PHARMA<br/>PLC,Â CONNAUGHT HOUSE,<br/>1ST FL, 1 BURLINGTON RD</p> <p>(Street)</p> <p>DUBLIN,Â L2Â 4</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/20/2019</p> | <p>3. Issuer Name <b>and</b> Ticker or Trading Symbol</p> <p>Horizon Pharma plc [HZNP]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br/><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br/>(give title below) (specify below)<br/>See remarks</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person<br/><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|---|

### Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities<br>Beneficially Owned<br>(Instr. 4) | 3. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial<br>Ownership<br>(Instr. 5) |
|------------------------------------|---|---|---|
| Common Stock                       | 101,960   | D   | Â   |

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of<br>Securities Underlying<br>Derivative Security<br>(Instr. 4) | 4. Conversion<br>or Exercise<br>Price of<br>Derivative | 5. Ownership<br>Form of<br>Derivative<br>Security: | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|---|--|--|--|--|---|
|---|--|--|--|--|---|

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|  | Date<br>Exercisable | Expiration<br>Date | Title              | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |   |
|--|---------------------|--------------------|--------------------|----------------------------------|----------|--|---|
| Employee stock options<br>(right to buy) | Â <u>(1)</u>        | 06/07/2022         | Ordinary<br>Shares | 20,000                           | \$ 3.95  | D  | Â |
| Employee stock options<br>(right to buy) | Â <u>(1)</u>        | 01/01/2024         | Ordinary<br>Shares | 18,000                           | \$ 7.61  | D  | Â |
| Employee stock options<br>(right to buy) | Â <u>(2)</u>        | 03/22/2025         | Ordinary<br>Shares | 53,666                           | \$ 22.14 | D  | Â |
| Restricted Stock Units                   | Â <u>(3)</u>        | Â <u>(3)</u>       | Ordinary<br>Shares | 6,500                            | \$ 0     | D  | Â |
| Restricted Stock Units                   | Â <u>(4)</u>        | Â <u>(4)</u>       | Ordinary<br>Shares | 20,000                           | \$ 0     | D  | Â |
| Restricted Stock Units                   | Â <u>(5)</u>        | Â <u>(5)</u>       | Ordinary<br>Shares | 15,000                           | \$ 0     | D  | Â |
| Restricted Stock Units                   | Â <u>(6)</u>        | Â <u>(6)</u>       | Ordinary<br>Shares | 13,400                           | \$ 0     | D  | Â |
| Restricted Stock Units                   | Â <u>(7)</u>        | Â <u>(7)</u>       | Ordinary<br>Shares | 24,521                           | \$ 0     | D  | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |               |       |
|--|---------------|-----------|---------------|-------|
|  | Director      | 10% Owner | Officer       | Other |
| Kent Jeff<br>C/O HORIZON PHARMA PLC<br>CONNAUGHT HOUSE, 1ST FL, 1 BURLINGTON RD<br>DUBLIN, Â L2Â 4 | Â             | Â         | Â See remarks | Â     |

## Signatures

/s/ Miles McHugh,  
Attorney-in-fact

02/26/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Fully vested

(2) 25% of the shares subject to the option vested and become exercisable on March 23, 2016 and the remaining shares vest in 36 equal monthly installments thereafter.

(3) The RSU's vest 1/4th annually on each anniversary of March 23, 2015.

(4) The RSU's vest 50% annually on each anniversary of August 1, 2017.

(5) The RSU's vest 1/3rd annually on each anniversary of June 10, 2018.

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(6) The RSU's vest 1/3rd annually on each anniversary of January 5, 2018.

(7) The RSU's vest 1/3rd annually on each anniversary of January 5, 2019.

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### Remarks:

OfficerÂ Title:Â Â SVP,Â HeadÂ ofÂ MedicalÂ AffairsÂ &Â OutcomesÂ Research.

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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