

Horizon Pharma plc  
Form 4  
September 22, 2014

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person \*  
**DE VAERE ROBERT J**

(Last) (First) (Middle)

**C/O HORIZON PHARMA  
PLC, ADELAIDE CHAMBERS,  
PETER STREET**

(Street)

**DUBLIN, L2 8**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Horizon Pharma plc [HZNP]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/19/2014**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**EVP & CFO**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D)	Amount or Price		
Ordinary Shares	09/19/2014		A <sup>(1)</sup>	94,290	A <u>1</u> 94,290	D	

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

**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 control number.**

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 10.43	09/19/2014		A <sup>(1)</sup>		46,335		<sup>(2)</sup>	10/05/2018	Ordinary Shares	46,335
Stock Option (Right to Buy)	\$ 5.2	09/19/2014		A <sup>(1)</sup>		47,654		<sup>(2)</sup>	02/02/2020	Ordinary Shares	47,654
Stock Option (Right to Buy)	\$ 12.94	09/19/2014		A <sup>(1)</sup>		42,295		<sup>(2)</sup>	06/05/2020	Ordinary Shares	42,295
Stock Option (Right to Buy)	\$ 4.96	09/19/2014		A <sup>(1)</sup>		53,621		<sup>(4)</sup>	12/07/2021	Ordinary Shares	53,621
Restricted Stock Units	<sup>(5)</sup>	09/19/2014		A <sup>(1)</sup>		16,416		<sup>(6)</sup>	<sup>(5)</sup>	Ordinary Shares	16,416
Stock Option (Right to Buy)	\$ 2.4	09/19/2014		A <sup>(1)</sup>		51,000		<sup>(4)</sup>	01/01/2023	Ordinary Shares	51,000
Restricted Stock Units	<sup>(5)</sup>	09/19/2014		A <sup>(1)</sup>		33,750		<sup>(6)</sup>	<sup>(5)</sup>	Ordinary Shares	33,750
Stock Option (Right to Buy)	\$ 7.61	09/19/2014		A <sup>(1)</sup>		70,000		<sup>(7)</sup>	01/01/2024	Ordinary Shares	70,000
Restricted Stock Units	<sup>(5)</sup>	09/19/2014		A <sup>(1)</sup>		62,000		<sup>(6)</sup>	<sup>(5)</sup>	Ordinary Shares	62,000

