

Jazz Pharmaceuticals plc  
Form 4  
June 03, 2015

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WILSON KAREN J**

(Last) (First) (Middle)

**CONNAUGHT HOUSE, 1  
BURLINGTON RD, FL. 4**

(Street)

**DUBLIN 4, L2**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**Jazz Pharmaceuticals plc [JAZZ]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**06/01/2015**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)

**SVP, Finance & PAO**

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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 Indirect Beneficial Ownership (Instr. 4)
Ordinary Shares	06/01/2015		M	1,500 A	\$ 59.13 27,399 <sup>(1)</sup>	D	
Ordinary Shares	06/01/2015		S	1,500 D	\$ 179.75 25,899	D	
Ordinary Shares	06/01/2015		M	3,994 A	\$ 46.83 29,893	D	
Ordinary Shares	06/01/2015		S	3,994 D	\$ 179.5 25,899	D	
Ordinary Shares	06/02/2015		S	257 D	\$ 180 25,642	D	

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

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SEC 1474  
(9-02)

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities (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)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 46.83	06/01/2015		M	3,994	<u>(2)</u> 08/08/2022	Ordinary Shares	3,994
Non-Qualified Stock Option (right to buy)	\$ 59.13	06/01/2015		M	1,500	<u>(3)</u> 03/04/2023	Ordinary Shares	1,500

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
WILSON KAREN J CONNAUGHT HOUSE, 1 BURLINGTON RD, FL. 4 DUBLIN 4, L2	SVP, Finance & PAO

## Signatures

By: /s/ Larissa Schwartz as attorney in fact For: Karen Wilson

06/03/2015

\*\*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) Includes 257 ordinary shares acquired under a Section 423 Employee Stock Purchase Plan on May 29, 2015.

(2) As of the date of this report, the remaining ordinary shares subject to this option will vest with respect to 3,843 shares in equal monthly installments from June 9, 2015 to December 9, 2015 and with respect to 2,865 shares in equal monthly installments from January 9, 2016

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to August 9, 2016.

- (3) As of the date of this report, the remaining ordinary shares subject to this option will vest in equal monthly installments from June 5, 2015 to December 5, 2016.

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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