

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Walbert Timothy P</u>  (Last) (First) (Middle) <u>C/O HORIZON THERAPEUTICS PLC,</u> <u>70 ST. STEPHEN'S GREEN</u>  (Street) <u>DUBLIN L2 D02 E2X4</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Horizon Therapeutics Public Ltd Co [ HZNP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/03/2022</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	06/03/2022		M		25,000	A	\$22.14	460,826 <sup>(1)</sup>	D	
Ordinary Shares	06/03/2022		S <sup>(2)</sup>		15,200	D	\$92.08 <sup>(3)</sup>	445,626	D	
Ordinary Shares	06/03/2022		S <sup>(2)</sup>		9,800	D	\$92.74 <sup>(4)</sup>	435,826	D	
Ordinary Shares								107,739	I	See footnote <sup>(5)</sup>
Ordinary Shares								100,300	I	See footnote <sup>(6)</sup>
Ordinary Shares								41,200 <sup>(7)</sup>	I	By spouse

**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 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$22.14	06/03/2022		M			25,000	(8)	03/22/2025	Ordinary Shares	25,000	\$0.00	742,565	D	

**Explanation of Responses:**

- Includes 277 ordinary shares of the Issuer acquired by the reporting person on June 1, 2022 pursuant to an employee stock purchase program.
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 1, 2021.
- The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$91.46 to \$92.45 per share, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$92.47 to \$93.27 per share, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- The shares are held by the Timothy P. Walbert 2021 Gift Trust, of which the Reporting Person's spouse is the Trustee and beneficiary.
- The shares are held by the Keli B. Walbert 2021 Gift Trust, of which the Reporting Person is the Trustee. The beneficiaries of the Trust include the Reporting Person and his descendants.
- Includes 277 ordinary shares of the Issuer acquired June 1, 2022 pursuant to an employee stock purchase program.
- The stock option is fully vested and exercisable.

**Remarks:**

/s/ Miles W. McHugh, 06/03/2022  
Attorney-in-Fact  
 \*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.