SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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).

1. Name and Address of Reporting Person
Pasternak Andy
C/O HORIZON THERAPEUTICS PLC
CONNAUGHT HOUSE, 1ST FL, 1 BURLINGTON RD
DUBLIN L2 D04 C5Y6

2. Issuer Name and Ticker or Trading Symbol
Horizon Therapeutics Public Ltd Co [ HZNP ]

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2020

4. If Amendment, Date of Original Filed

5. Relationship of Reporting Person(s) to Issuer
(X) Officer (give title below)
EVP and Chief Business Officer

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

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Number of Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Units (RSU)</td>
<td>01/03/2020</td>
<td>A 43,541 (1) (2) Ordinary Shares 43,541</td>
<td>$0.00 43,541 D</td>
<td>V</td>
<td></td>
</tr>
</tbody>
</table>

Explanations of Responses:
1. Each RSU represents a contingent right to receive one ordinary share of the Issuer.
2. The RSU's vest 1/3rd annually on each anniversary of January 5, 2020.

Remarks:

/s/ Miles W. McHugh,
Attorney-in-Fact
01/07/2020

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).


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.