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

1. Name and Address of Reporting Person
Walbert Timothy P

C/O HORIZON THERAPEUTICS PLC
CONNAUGHT HOUSE, 1ST FL, 1 BURLINGTON RD
DUBLIN L2 4

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

3. Date of Earliest Transaction (Month/Day/Year)
02/19/2020

4. If Amendment, Date of Original Filed

5. Relationship of Reporting Person(s) to Issuer
X Director 10% Owner
X Officer (give title below) Chairman, President and CEO

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

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 4)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 6)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 7)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ordinary Shares</td>
<td>02/19/2020</td>
<td>A(1)</td>
<td>48,432 A</td>
<td>$0.00</td>
<td>963,064 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Shares</td>
<td>02/19/2020</td>
<td>F</td>
<td>21,457 D</td>
<td>$36.06</td>
<td>941,607 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Shares</td>
<td>02/21/2020</td>
<td>G(2)</td>
<td>93,864 D</td>
<td>$35.23</td>
<td>847,743 D</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Shares</td>
<td></td>
<td></td>
<td>9,150 I</td>
<td></td>
<td></td>
<td>By spouse</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 9)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 7)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Restricted Stock Units (PSUs)</td>
<td>(3)</td>
<td>02/19/2020</td>
<td>A(3)</td>
<td>96,864</td>
<td>(I) (I) Ordinary Shares 96,864</td>
<td>$0.00</td>
<td>96,864 D</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. On January 5, 2019, the reporting person was granted performance-based restricted stock units (PSUs) of the Issuer, which vest upon the satisfaction of certain performance criteria. On February 19, 2020, such performance criteria were met, and the PSUs vested as to the number of shares reported in Table I above. The remaining ordinary shares subject to the PSUs vest in equal annual installments on January 5, 2021 and January 5, 2022.
2. The sales reported in this Form 4 were effected pursuant to a Rule10b5-1 trading plan adopted by the reporting person on May 23, 2019.
3. Each PSU represents a contingent right to receive one ordinary share of the Issuer.

Remarks:

/s/ Miles W. McHugh, Attorney-in-Fact 02/21/2020

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.

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