Statement of Changes in Beneficial Ownership

1. Name and Address of Reporting Person
   Lin Shao-Lee
   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)
   01/03/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)
   01/04/2020

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

   10% Owner
   EVP, Head of R&D and CSO

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

<table>
<thead>
<tr>
<th>Security Description</th>
<th>Date</th>
<th>Transaction Code</th>
<th>Deemed Exercisable Date, If Any</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>Ordinary Shares</td>
<td>01/04/2020</td>
<td>M</td>
<td>17,892</td>
<td>A</td>
<td>66,472</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Shares</td>
<td>01/04/2020</td>
<td>F</td>
<td>8,113</td>
<td>D</td>
<td>58,359</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Shares</td>
<td>01/05/2020</td>
<td>M</td>
<td>50,344</td>
<td>A</td>
<td>108,703</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Shares</td>
<td>01/05/2020</td>
<td>A</td>
<td>35,652</td>
<td>A</td>
<td>144,355</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Shares</td>
<td>01/05/2020</td>
<td>F</td>
<td>38,100</td>
<td>D</td>
<td>106,255</td>
<td>D</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>Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, If Any (Month/Day/Year)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable</th>
<th>Expiration Date</th>
<th>Title</th>
<th>Amount or Number of Shares</th>
<th>Price of Derivative Security (Instr. 5)</th>
<th>Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 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>($)</td>
<td>01/03/2020</td>
<td>A</td>
<td>36,284</td>
<td>(4)</td>
<td>(4)</td>
<td>Ordinary Shares</td>
<td>36,284</td>
<td>$0.00</td>
<td>36,284</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Units (RSU)</td>
<td>($)</td>
<td>01/04/2020</td>
<td>M</td>
<td>17,892</td>
<td>(5)</td>
<td>(5)</td>
<td>Ordinary Shares</td>
<td>17,892</td>
<td>$0.00</td>
<td>35,784</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Units (RSU)</td>
<td>($)</td>
<td>01/05/2020</td>
<td>M</td>
<td>17,892</td>
<td>(6)</td>
<td>(6)</td>
<td>Ordinary Shares</td>
<td>17,892</td>
<td>$0.00</td>
<td>35,966</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Restricted Stock Units (RSU)</td>
<td>($)</td>
<td>01/05/2020</td>
<td>M</td>
<td>32,362</td>
<td>(7)</td>
<td>(7)</td>
<td>Ordinary Shares</td>
<td>32,362</td>
<td>$0.00</td>
<td>32,362</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:
1. Each RSU represents a contingent right to receive one ordinary share of the Issuer.
2. Includes 1,049 ordinary shares of the Issuer acquired by the reporting person on November 29, 2019 pursuant to an employee stock purchase program.
3. 3. On January 5, 2020, the reporting person was granted restricted stock units (RSUs) of the Issuer, which vest upon the satisfaction of certain performance criteria. On January 4, 2020, the RSUs vested as to the number of shares reported above.
4. The RSUs vest 1/3rd annually on each anniversary of January 5, 2020.
5. The RSUs vest 1/4th annually on each anniversary of January 5, 2018.
6. The RSUs vest 1/3rd annually on each anniversary of January 5, 2019.
7. The RSUs vest 1/3rd annually on each anniversary of January 5, 2018.

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

** 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).

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.