

AMARIN CORP PLC\UK
Form SC 13D/A
November 05, 2010

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13D

(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE § 240.13d-1(a) AND AMENDMENTS THERETO FILED
PURSUANT TO § 240.13d-2(a)

UNDER THE SECURITIES EXCHANGE ACT OF 1934

(Amendment No. 3)

Amarin Corporation plc
(Name of Issuer)

Ordinary Shares, 50 pence par value per share
(Title of Class of Securities)

02311107
(CUSIP Number)

Fountain Healthcare Partners Fund 1, L.P.
Guild House, 4th Floor
Guild Street, IFSC
Dublin 1, Ireland
T: +353 1 5225100

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

October 20, 2010
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act

but shall be subject to all other provisions of the Act (however, see the Notes).

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NAMES OF REPORTING PERSONS	
1	Fountain Healthcare Partners Fund 1, L.P. ("Fountain")
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
	(a) <input type="checkbox"/>
2	(b) <input type="checkbox"/>
SEC USE ONLY	
3	
SOURCE OF FUNDS (See Instructions)	
4	Not Applicable
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS	
5	2(d) OR 2(e) <input type="checkbox"/>
CITIZENSHIP OR PLACE OF ORGANIZATION	
6	Ireland
SOLE VOTING POWER	
	7
NUMBER OF	0
SHARES	8
BENEFICIALLY	
OWNED BY	
EACH	
REPORTING	
PERSON	
WITH	
	SOLE VOTING POWER
	0
	SHARED VOTING POWER
	6,107,087*, which are directly owned by
	Fountain. Fountain Healthcare Partners Ltd. ("Fountain
	Partners"), the general partner of Fountain, and each of
	Manus Rogan ("Rogan"), a managing partner of Fountain
	Partners, Aidan King ("King"), a managing partner of
	Fountain Partners, Ena Prosser ("Prosser"), a partner of
	Fountain Partners, and Justin Lynch ("Lynch"), a venture
	partner and chief financial officer of Fountain Partners,
	may be deemed to have shared voting power.
	SOLE DISPOSITIVE POWER
	9
	0
	SHARED DISPOSITIVE POWER
	10
	6,107,087*, which are directly owned by
	Fountain. Fountain Partners, the general partner of
	Fountain, and each of Rogan, a managing partner of
	Fountain Partners, King, a managing partner of Fountain
	Partners, Prosser, a partner of Fountain Partners, and
	Lynch, a venture partner and chief financial officer of
	Fountain Partners, may be deemed to have shared
	dispositive power.
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	6,107,087*
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12	(See Instructions) <input checked="" type="checkbox"/>
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
13	6.0%**
TYPE OF REPORTING PERSON (See Instructions)	
14	PN

* Includes 2,500,000 Ordinary Shares represented by American Depositary Shares (“ADSs”), which are issuable upon exercise of outstanding, currently exercisable warrants of the Issuer owned of record by Fountain.

** Based on 101,301,982 Ordinary Shares outstanding, calculated as follows: 98,801,982 Ordinary Shares as of June 25, 2010, as reported by the Issuer in its Annual Report on Form 20-F for the year ended December 31, 2009, and 2,500,000 Ordinary Shares represented by the ADSs issuable upon exercise of outstanding, currently exercisable warrants owned of record by Fountain.

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NAMES OF REPORTING PERSONS	
1	Fountain Healthcare Partners Ltd.
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
	(a) <input type="checkbox"/>
2	(b) <input type="checkbox"/>
SEC USE ONLY	
3	
SOURCE OF FUNDS (See Instructions)	
4	Not Applicable
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS	
5	2(d) OR 2(e) <input type="radio"/>
CITIZENSHIP OR PLACE OF ORGANIZATION	
6	Ireland
SOLE VOTING POWER	
	7 0
SHARED VOTING POWER	
NUMBER OF	8 6,107,087*, which are directly owned by
SHARES	Fountain. Fountain Partners, the general partner of
BENEFICIALLY	Fountain, and each of Rogan, a managing partner of
OWNED BY	Fountain Partners, King, a managing partner of Fountain
EACH	Partners, Prosser, a partner of Fountain Partners, and
REPORTING	Lynch, a venture partner and chief financial officer of
PERSON	Fountain Partners, may be deemed to have shared voting
WITH	power.
	SOLE DISPOSITIVE POWER
	9 0
SHARED DISPOSITIVE POWER	
	10 6,107,087*, which are directly owned by
	Fountain. Fountain Partners, the general partner of
	Fountain, and each of Rogan, a managing partner of
	Fountain Partners, King, a managing partner of Fountain
	Partners, Prosser, a partner of Fountain Partners, and
	Lynch, a venture partner and chief financial officer of
	Fountain Partners, may be deemed to have shared
	dispositive power.
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	6,107,087*
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES x	
12	(See Instructions)
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
13	6.0%**
TYPE OF REPORTING PERSON (See Instructions)	
14	OO

* Includes 2,500,000 Ordinary Shares represented by ADSs, which are issuable upon exercise of outstanding, currently exercisable warrants of the Issuer owned of record by Fountain].

** Based on 101,301,982 Ordinary Shares outstanding, calculated as follows: 98,801,982 Ordinary Shares as of June 25, 2010, as reported by the Issuer in its Annual Report on Form 20-F for the year ended December 31, 2009, and 2,500,000 Ordinary Shares represented by the ADSs issuable upon exercise of outstanding, currently exercisable warrants owned of record by Fountain.

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NAMES OF REPORTING PERSONS	
1	Manus Rogan
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
	(a) <input type="checkbox"/>
2	(b) <input type="checkbox"/>
SEC USE ONLY	
3	
SOURCE OF FUNDS (See Instructions)	
4	Not Applicable
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS	
5	2(d) OR 2(e) <input type="radio"/>
CITIZENSHIP OR PLACE OF ORGANIZATION	
6	Ireland
SOLE VOTING POWER	
	7 0
SHARED VOTING POWER	
NUMBER OF	8 6,107,087*, which are directly owned by
SHARES	Fountain. Fountain Partners, the general partner of
BENEFICIALLY	Fountain, and each of Rogan, a managing partner of
OWNED BY	Fountain Partners, King, a managing partner of Fountain
EACH	Partners, Prosser, a partner of Fountain Partners, and
REPORTING	Lynch, a venture partner and chief financial officer of
PERSON	Fountain Partners, may be deemed to have shared voting
WITH	power.
	SOLE DISPOSITIVE POWER
	9 0
	SHARED DISPOSITIVE POWER
	10 6,107,087*, which are directly owned by
	Fountain. Fountain Partners, the general partner of
	Fountain, and each of Rogan, a managing partner of
	Fountain Partners, King, a managing partner of Fountain
	Partners, Prosser, a partner of Fountain Partners, and
	Lynch, a venture partner and chief financial officer of
	Fountain Partners, may be deemed to have shared
	dispositive power.
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	6,107,087*
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12	(See Instructions) <input checked="" type="checkbox"/>
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
13	6.0%**
TYPE OF REPORTING PERSON (See Instructions)	
14	IN

* Includes 2,500,000 Ordinary Shares represented by ADSs, which are issuable upon exercise of outstanding, currently exercisable warrants of the Issuer owned of record by Fountain.

** Based on 101,301,982 Ordinary Shares outstanding, calculated as follows: 98,801,982 Ordinary Shares as of June 25, 2010, as reported by the Issuer in its Annual Report on Form 20-F for the year ended December 31, 2009, and 2,500,000 Ordinary Shares represented by the ADSs issuable upon exercise of outstanding, currently exercisable warrants owned of record by Fountain.

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NAMES OF REPORTING PERSONS	
1	Aidan King
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
	(a) <input type="checkbox"/>
2	(b) <input type="checkbox"/>
SEC USE ONLY	
3	
SOURCE OF FUNDS (See Instructions)	
4	Not Applicable
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS	
5	2(d) OR 2(e) <input type="radio"/>
CITIZENSHIP OR PLACE OF ORGANIZATION	
6	Ireland
SOLE VOTING POWER	
	7 0
SHARED VOTING POWER	
NUMBER OF	8 6,107,087*, which are directly owned by
SHARES	Fountain. Fountain Partners, the general partner of
BENEFICIALLY	Fountain, and each of Rogan, a managing partner of
OWNED BY	Fountain Partners, King, a managing partner of Fountain
EACH	Partners, Prosser, a partner of Fountain Partners, and
REPORTING	Lynch, a venture partner and chief financial officer of
PERSON	Fountain Partners, may be deemed to have shared voting
WITH	power.
SOLE DISPOSITIVE POWER	
	9 0
SHARED DISPOSITIVE POWER	
	10 6,107,087*, which are directly owned by
Fountain. Fountain Partners, the general partner of	
Fountain, and each of Rogan, a managing partner of	
Fountain Partners, King, a managing partner of Fountain	
Partners, Prosser, a partner of Fountain Partners, and	
Lynch, a venture partner and chief financial officer of	
Fountain Partners, may be deemed to have shared	
dispositive power.	
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	6,107,087*
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12	(See Instructions) <input checked="" type="checkbox"/>
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
13	6.0%**
TYPE OF REPORTING PERSON (See Instructions)	
14	IN

* Includes 2,500,000 Ordinary Shares represented by ADSs, which are issuable upon exercise of outstanding, currently exercisable warrants of the Issuer owned of record by Fountain.

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NAMES OF REPORTING PERSONS	
1	Ena Prosser
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)	
	(a) <input type="checkbox"/>
2	(b) <input type="checkbox"/>
SEC USE ONLY	
3	
SOURCE OF FUNDS (See Instructions)	
4	Not Applicable
CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS	
5	2(d) OR 2(e) <input type="radio"/>
CITIZENSHIP OR PLACE OF ORGANIZATION	
6	Ireland
SOLE VOTING POWER	
	7 0
SHARED VOTING POWER	
NUMBER OF	8 6,107,087*, which are directly owned by
SHARES	Fountain. Fountain Partners, the general partner of
BENEFICIALLY	Fountain, and each of Rogan, a managing partner of
OWNED BY	Fountain Partners, King, a managing partner of Fountain
EACH	Partners, Prosser, a partner of Fountain Partners, and
REPORTING	Lynch, a venture partner and chief financial officer of
PERSON	Fountain Partners, may be deemed to have shared voting
WITH	power.
SOLE DISPOSITIVE POWER	
	9 0
SHARED DISPOSITIVE POWER	
	10 6,107,087*, which are directly owned by
Fountain. Fountain Partners, the general partner of	
Fountain, and each of Rogan, a managing partner of	
Fountain Partners, King, a managing partner of Fountain	
Partners, Prosser, a partner of Fountain Partners, and	
Lynch, a venture partner and chief financial officer of	
Fountain Partners, may be deemed to have shared	
dispositive power.	
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11	6,107,087*
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
12	(See Instructions) <input checked="" type="checkbox"/>
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
13	6.0%**
TYPE OF REPORTING PERSON (See Instructions)	
14	IN

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NAMES OF REPORTING PERSONS

1 Justin Lynch

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a) ..

2 (b) ..

SEC USE ONLY

3

SOURCE OF FUNDS (See Instructions)

4 Not Applicable