

Horizon Pharma plc
 Form 4/A
 February 04, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SMITH TODD N

(Last) (First) (Middle)

C/O HORIZON PHARMA
 PLC, ADELAIDE CHAMBERS,
 PETER STREET

(Street)

DUBLIN, L2 8

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Horizon Pharma plc [HZNP]

3. Date of Earliest Transaction
 (Month/Day/Year)
 01/02/2014

4. If Amendment, Date Original Filed(Month/Day/Year)
 01/10/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP & Chief Commercial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	01/02/2014		M		13,750	A	11
					54,711	D	

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

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 (9-02)

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

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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 Underlying Securities (Instr. 3 and 4)	8. Title Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	01/02/2014		M	13,750	<u>(2)</u> <u>(2)</u>	Common Stock	55,000

Reporting Owners

Reporting Owner Name / Address

Relationships

SMITH TODD N
C/O HORIZON PHARMA PLC
ADELAIDE CHAMBERS, PETER STREET
DUBLIN, L2 8

Director 10% Owner Officer Other

EVP & Chief Commercial Officer

Signatures

/s/ Todd N.
Smith

02/04/2015

**Signature of
Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Each restricted stock unit represents a contingent right to receive one share of Horizon Pharma, Inc. common stock.
- (2) On January 2, 2013, the reporting person was granted 55,000 restricted stock units, vesting in four equal annual installments beginning on the first anniversary of the grant date.

Remarks:

This amendment is being made to report the vesting of a portion of a restricted stock award, which was inadvertently omitted from the prior filing.

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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