

Jazz Pharmaceuticals plc
 Form 4
 July 08, 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 *
ENRIGHT PATRICK G

(Last) (First) (Middle)

C/O LONGITUDE CAPITAL PARTNERS, LLC, 800 EL CAMINO REAL, SUITE 220

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Jazz Pharmaceuticals plc [JAZZ]

3. Date of Earliest Transaction
 (Month/Day/Year)
07/06/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

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 Indirect Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|--|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Ordinary Shares | 07/06/2015 | | S | 1,078 | D | \$ 175.8073 ⁽¹⁾ | 293,029 | I | By Longitude Venture Partners, L.P. ⁽²⁾ |
| Ordinary Shares | 07/06/2015 | | S | 5,196 | D | \$ 176.8559 ⁽³⁾ | 287,833 | I | By Longitude Venture Partners, L.P. ⁽²⁾ |
| | 07/06/2015 | | S | 2,986 | D | | 284,847 | I | |

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| | | | | | | | | | |
|-----------------|------------|---|-----|---|-----------------------|---------|---|--|---|
| Ordinary Shares | | | | | \$ 177.7383 (4) | | | | By Longitude Venture Partners, L.P. (2) |
| Ordinary Shares | 07/06/2015 | S | 543 | D | \$ 178.5941 (5) | 284,304 | I | | By Longitude Venture Partners, L.P. (2) |
| Ordinary Shares | 07/06/2015 | S | 22 | D | \$ 175.8073 (6) | 5,871 | I | | By Longitude Capital Associates, L.P. (2) |
| Ordinary Shares | 07/06/2015 | S | 105 | D | \$ 176.8576 (7) | 5,766 | I | | By Longitude Capital Associates, L.P. (2) |
| Ordinary Shares | 07/06/2015 | S | 60 | D | \$ 177.742 (8) | 5,706 | I | | By Longitude Capital Associates, L.P. (2) |
| Ordinary Shares | 07/06/2015 | S | 10 | D | \$ 178.591 (9) | 5,696 | I | | By Longitude Capital Associates, L.P. (2) |
| Ordinary Shares | | | | | | 1,650 | 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)

| 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------------|

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sales were effected.

(7) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$176.39 to \$177.37. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.

(8) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$177.39 to \$178.15. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.

(9) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$178.49 to \$178.76. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.

Remarks:

All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

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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