SEC Form 4	
------------	--

П

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

	ddress of Reporting	J Person*	2. Issuer Name <b>and</b> Ticker or Trading Symbol Jazz Pharmaceuticals plc [JAZZ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
ORiordan	Anne		I I I I	X	Director	10% Owner			
· · · ·	(First)	(Middle) HANGE	3. Date of Earliest Transaction (Month/Day/Year) 08/08/2019		Officer (give title below)	Other (specify below)			
WATERLOO RD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi <sup>,</sup> Line)	vidual or Joint/Group Filing (Check Applic				
(Street)				X	Form filed by One Re	porting Person			
DUBLIN 4	L2				Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)							

## 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)	Transaction Code (Instr.					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(
Ordinary Shares	08/08/2019		<b>A</b> <sup>(1)</sup>		1,920	Α	\$0.0	4,760	D	

## 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. Transa Code ( 8)		of Deriva Securi Acquir (A) or Dispos of (D)	Derivative (Month/Day/Year) Securities Acquired (A) or Disposed of (D) Instr. 3, 4		te Amount of		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Non- Qualified Stock Option (right to buy)	\$137.12	08/08/2019		A <sup>(2)</sup>		4,805		(2)	08/07/2029	Ordinary Shares	4,805	\$0.0	4,805	D	

#### Explanation of Responses:

1. These restricted stock units are granted pursuant to the Issuer's 2007 Non-Employee Directors Stock Award Plan. Each restricted stock unit represents a contingent right to receive one ordinary share upon the vesting of the unit. Subject to the Reporting Person's continuous service and certain additional conditions, these units will vest in full on August 1, 2020.

2. These options are granted pursuant to the Issuer's 2007 Non-Employee Directors Stock Award Plan. Subject to the Reporting Person's continuous service and certain additional conditions, these options will vest in 12 equal monthly installments beginning on September 1, 2019.

By: /s/Peter A Christou, as attorney in fact For: Anne **O'Riordan** 

\*\* 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).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.

08/12/2019