UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) January 13, 2025

JAZZ PHARMACEUTICALS PUBLIC LIMITED **COMPANY**

(Exact name of registrant as specified in its charter)

Ireland (State or Other Jurisdiction of Incorporation)

001-33500 (Commission File No.)

98-1032470 (IRS Employer Identification No.)

Fifth Floor, Waterloo Exchange, Waterloo Road, Dublin 4, Ireland D04 E5W7

(Address of principal executive offices, including zip code) 011-353-1-634-7800

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Dere-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

D Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

	Trading	Name of each exchange
Title of each class	Symbol(s)	on which registered
Ordinary shares, nominal value \$0.0001 per share	JAZZ	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. 🗆

Item 2.02. Results of Operations and Financial Condition.

On January 14, 2025, Jazz Pharmaceuticals plc (the "Company") will present a corporate overview and financial update at the J.P. Morgan Healthcare Conference in San Francisco California, which presentation includes the Company's expectations that it will meet its previously announced total, neuroscience and oncology revenue guidance ranges for the year ended December 31, 2024. A copy of the presentation is attached hereto as Exhibit 99.1.

The information contained in this Item 2.02 of this Current Report on Form 8-K shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section or Sections 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained in this Item 2.02 of this Current Report on Form 8-K shall not be incorporated by reference into any filing with the U.S. Securities and Exchange Commission made by the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01. Financial Statements and Exhibits.

Description

(d) Exhibits

Exhibit Number

- 99.1 Presentation slides by Jazz Pharmaceuticals plc on January 14, 2025
- 104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JAZZ PHARMACEUTICALS PUBLIC LIMITED COMPANY

 By:
 /s/ Philip L. Johnson

 Name:
 Philip L. Johnson

 Title:
 Executive Vice President and Chief Financial Officer

Date: January 13, 2025

43rd Annual J.P. Morgan Healthcare Conference

Innovating to Transform the Lives of Patients and Their Families



Jazz Pharmaceuticals.

Transforming Lives. Redefining Possibilities.

Caution Concerning Forward-Looking Statements

This presentation contains forward-looking statements and financial targets, including, but not limited to, statements related to: the Company's growth prospects and future financial and operating results, including the ability of the Company's portfolio to drive long-term shareholder value; expectations with respect to indication expansion opportunities; 2024 total, neuroscience and oncology revenue guidance and the Company's expectations related thereto the Company's ability to drive significant cash flow generation; the Company's commercial expectations, including with respect to revenue diversification and its expectations for significant growth; the Company's expectations with respect to the commercial potential of its products and product candidates, including the blockbuster potential for Epidolex, the peak potential of zanidatamab, growth opportunities for Rylaze, Epidolex/Epidyolex, Xywav and Zihera and Zepzelca's potential approval as a first line therapy, and the potential regulatory paths related thereto; the value and growth potential of its products; the Company's net product sales and goals for net product sales from new and acquired products; the Company's views and expectations relating to its patent portfolio, including with respect to expected patent protection; planned or anticipated clinical trial events, including with respect to initiations, enroliment and data read-outs, and the anticipated timing thereof, and planned or anticipated regulatory submissions and filings and other regulatory matters, including potential approvals, including the timing thereof, and other statements that are not historical facts. These forward-looking statements are based on the Company's current plans, objectives, estimates, expectations and intentions and inherently involve significant risks and uncertainties. Actual results and the timing of events could differ materially from those anticipated in such forward-looking statements as a result of these risks and uncertainties, which include, without limitation, risks and uncertainties associated with: maintaining or increasing sales of and revenue from Xywav, Rylaze, Zepzelca, Epidiolex / Epidyolex, Ziihera and other key marketed products; effectively launching and commercializing the Company's other products and product candidates; the successful completion of development and regulatory activities with respect to the Company's product candidates; obtaining and maintaining adequate coverage and reimbursement for the Company's products; the time-consuming and uncertain regulatory approval process, including the risk that the Company's current and/or planned regulatory submissions may not be submitted, accepted or approved by applicable regulatory authorities in a timely manner or at all; the costly and time-consuming pharmaceutical product development and the uncertainty of clinical success, including risks related to failure or delays in successfully initiating or completing clinical trials and assessing patients such as those experienced, and expected to be experienced, by the Company; regulatory initiatives and changes in tax laws; market volatility; protecting and enhancing the Company's intellectual property rights and the Company's commercial success being dependent upon its obtaining, maintaining and defending intellectual property protection for its products and product candidates; delays or problems in the supply or multiclute of the Company's potulets and product candidates; complying with applicable U.S. and non-U.S. regulatory requirements, including those governing the research, development, manufacture of the Company's potulets and product candidates; complying with applicable U.S. and non-U.S. regulatory requirements, including those governing the research, development, manufacturing and distribution of controlled substances; government investigations, legal proceedings and other actions; identifying and consummating corporate development transactions, financing these transactions and successfully integrating acquired product candidates, products and businesses; the Company's ability to realize the anticipated benefits of its collaborations and license agreements with third parties; the sufficiency of the Company's cash flows and capital resources; the Company's ability to achieve targeted or expected future financial performance and results and the uncertainty of future tax, accounting and other provisions and estimates; the Company's ability to meet its projected long-term goals and objectives, in the time periods that the Company anticipates, or at all, and the inherent uncertainty and significant judgments and assumptions underlying the Company's long-term goals and objectives; the completion of financial closing procedures, final audit adjustments and other developments that may arise that would cause the Company's expectations with respect to the Company's 2024 revenue guidance to differ, perhaps materially, from the financial results that will be reflected in the Company's audited consolidated financial statements for the fiscal year ended December 31, 2024; and other risks and uncertainties affecting the Company, including those described from time to time under the caption "Risk Factors" and elsewhere in the Company's Securities and Exchange Commission filings and reports, including the Company's Annual Report on Form 10-K for the year ended December 31, 2023 as supplemented by the Company's Quarterly Report on Form 10-Q for the quarter ended September 30, 2024, and its future filings and reports. Other risks and uncertainties of which the Company is not currently aware may also affect its forward-looking statements, even if they are subsequently made available by the Company on its website or otherwise. The Company undertakes no obligation to update or supplement any forward-looking statements to reflect actual results, new information, future events, changes in its expectations or other circumstances that exist after the date as of which the forward-looking statements were made

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Jennie Xywav patient living with IH



ALL/LBL = acute lymphoblastic leukemia / lymphoblastic lymphoma; IH = idiopathic hypersomnia.

Our Purpose

is to innovate to transform the lives of patients and their families.

Who We Are

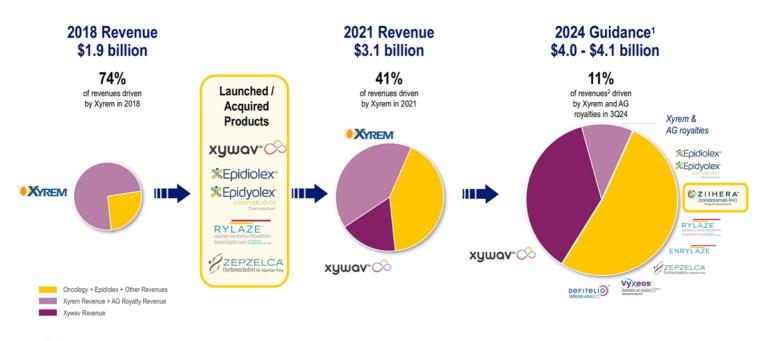
We are focused on developing life-changing medicines for people with serious diseases, often with limited or no therapeutic options, so they can live their lives more fully.



Positioned to Drive Long-term Shareholder Value



Growing and Diversified Commercial Portfolio



6

AG royalties = high-sodium oxybate authorized generic royalty revenues. ¹The company expects that for the year ended December 31, 2024, reported total, neuroscience and oncology revenues will meet the guidance range provided on November 6, 2024, Jazz Pharmaceuticals pic has not finalized its financial results for the year ended December 31, 2024, and actual results may differ; ²Chart based on revenue as reported in 3024.

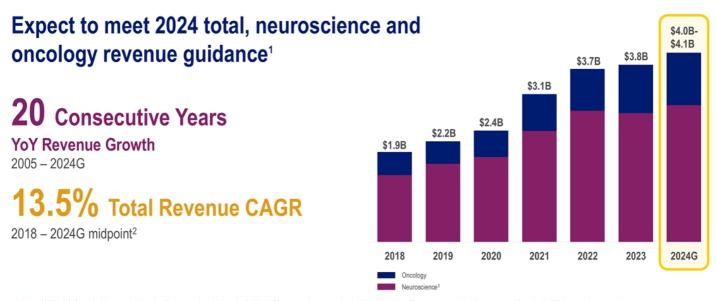
Strategic Transactions Driving Growth and Expanding Capabilities

ZEPZELCA Rapidly Accretive Transaction	GW ACQUISITION Transformational Transaction	ZANIDATAMAB Broad Oncology Development Transaction	WELL-POSITIONED FOR CORPORATE DEVELOPMENT FINANCIAL STRENGTH
 Rapidly established as treatment of choice in 2L SCLC >\$1.1B¹ in revenue since launch in mid-2020 Positive Phase 3 results from IMforte trial; Plan to submit sNDA for 1L ES-SCLC in 1H25 	 Durable and long-lived asset in Epidiolex >\$2.7 billion² in revenue since acquisition mid-2021 Epidiolex poised to reach blockbuster status in 2025 Expanded operational footprint and in-house R&D capabilities 	 Significant regulatory progress with extensive development program ongoing Path to approval in 1L GEA with anticipated sBLA submission in 2025 \$2B+ peak sales potential 	 \$2.6B in cash, cash equivalents and investments³ ~\$1.0B cash from operations⁴ \$885M undrawn revolving credit facility⁵ PARTNER OF CHOICE Demonstrated global commercial footprint and capabilities A leader in neuroscience Rapidly growing oncology business
2019	2021	2022	 In-house development expertise Track record of maximizing asset potential



1L/2L = first- and second-line; ES = extensive stage; GEA = gastroesophageal adenocarcinoma; R&D = research and development; sBLA = supplemental biologics license application; SLC = small cell lung cancer; sNDA = supplemental new drug application. Net product sales from launch in July 2020 to September 30, 2024; "Net product sales from May 2021 to September 30, 2024; "For the nine months ended September 30, 2024; "As of December 31, 2024. January 2025

Track Record of Successfully Growing and Diversifying Commercial Portfolio



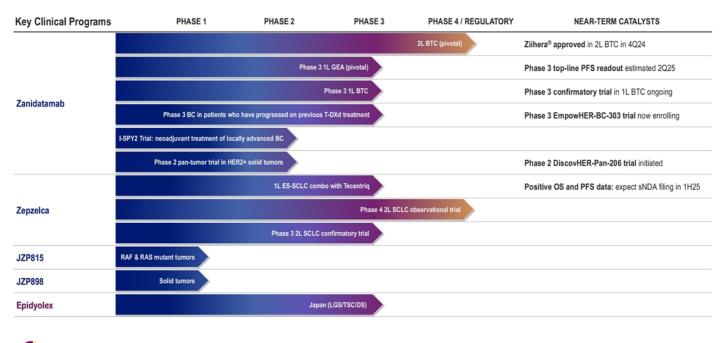
2024G = 2024 financial guidance as provided by Jazz Pharmaceuticals pic on November 6, 2024; CAGR = compound annual growth rate; YoY = year-over-year. The company expects that, for the year ended December 31, 2024, reported total, neuroscience and oncology revenues will meet the guidance range provided on November 6, 2024, Jazz Pharmaceuticals pic has not finalized its financial results for the year ended December 31, 2024, and actual results may differ; "Based on mid-point of guidance provided by Jazz Pharmaceuticals pic on November 6, 2024, "Neuroscience revenues include high-sodium oxybate authorized generic royallies. 7 January 2025

Pipeline

Focused Investments in Promising R&D Portfolio

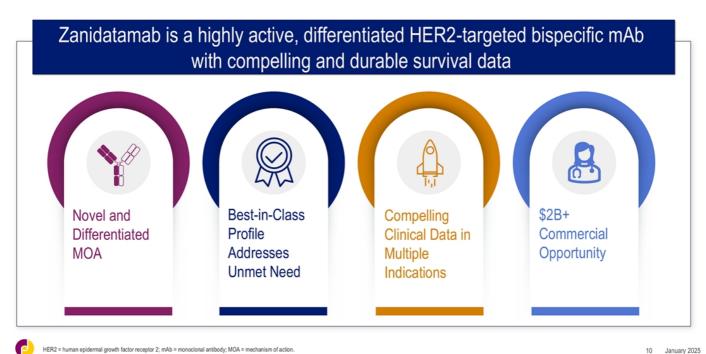
Jazz Pharmaceuticals.

Key Pipeline Programs



1/2/L = first- and second-line; BC = breast cancer; BTC = bilary tract cancer; DS = Dravet syndrome; ES = extensive-stage; GEA = gastroesophageal adenocarcinoma; HER2+ = human epidermal growth factor receptor 2 positive; LGS = Lennox-Gastaut syndrome; OS = overall survival; PFS = progression-free survival; SCLC = small cell lung cancer; sNDA = supplemental new drug application; T-DXd = trastuzumab deruxtecan; TSC = tuberous sclerosis complex.

Zanidatamab Has the Potential to Transform HER2-Targeted Therapies



HER2 = human epidermal growth factor receptor 2; mAb = monoclonal antibody; MOA = mechanism of action.

Rapidly Advancing Zanidatamab Development Program



1U2L= first- and second-line; BC = breast cancer; BTC = billiary tract cancer; EMA = European Medicines Agency; EU = European Union; GEA = gastroesophageal adenocarcinoma; HER2 = human epidemal growth factor receptor 2; MAA = marketing authorization application; SBLA = supplemental biologies license application.

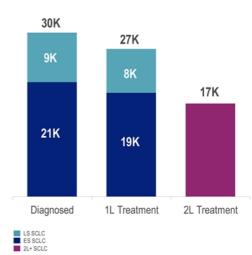
Zepzelca: Positive Top-Line Results from 1L ES-SCLC Phase 3 Trial

IMforte Phase 3 Trial:

- Demonstrated statistically significant and clinically meaningful improvement in OS and PFS primary endpoints for 1L ES-SCLC
- · Potential to delay disease progression and extend survival for patients
- · Plan to submit sNDA for 1L ES-SCLC indication in 1H25

Significant unmet need:

- Expected median OS for 1L ES-SCLC patients is ~13 months²
- In the U.S., there are ~30,000 1L SCLC patients, with ~27,000 currently treated in 1L and ~17,000 treated in 2L¹
- ~70% of 1L patients have extensive stage SCLC¹



1L / 2L = first- and second-line; ES = extensive stage; LS = limited stage; OS = overall survival; PFS = progression-free survival; SCLC = small cell lung cancer; sNDA = supplemental New Drug Application. 'Approximate U.S. SCLC patient numbers, sources: SEER Cancer StalF acts https://seer.cancer.gov/stattacts/htm/lungb.html, accessed April 19, 2019; American Cancer Society, https://www.cancer.org/cancer/small-cell-lung-cancer/small

12 January 2025

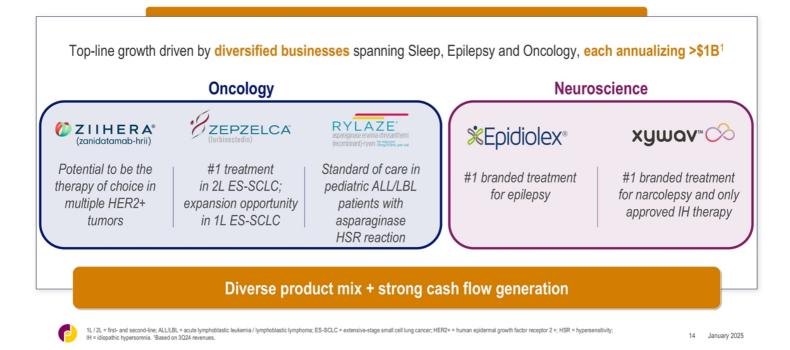
SCLC U.S. Patients¹

Key Commercial Products

Highly Differentiated Therapies Poised for Growth

Jazz Pharmaceuticals.

Highly Differentiated Medicines for Patients with Serious Diseases



Ziihera: Unique MOA Drives Compelling Clinical Profile and Patient Outcomes



HER2 = human epidermal growth factor receptor 2; MOA = mechanism of action

15 January 2025

💋 Z I I H E R A°

BTC Launch: Building Momentum for Multiple Indications



2L = second line; ASCO = American Society of Clinical Oncology; BTC = biliary tract cancer; HER2 = human epidermai growth factor receptor 2; M = month. Data as presented by Pant et al. at ASCO 2024.

BTC Launch Driven by Proven Jazz Oncology Team and Infrastructure

Right T Right C	eam, Capabilities sp	oven team with deep oncology experience, including extensive expertise in the HER2 therapy bace will help drive additional adoption and uptake frastructure in place for a successful Ziihera launch
Key Cu Focus		gnificant overlap in existing call universe covering key customers and accounts everage Jazz's established presence across sales, marketing, medical and access
	Support or	ccess, distribution, reimbursement, and patient support services ensure customers can readily der Ziihera, help patients navigate reimbursement approvals, and provide patient support rough dedicated Jazz Resources and the JazzCares suite of services



BTC = biliary tract cancer; HER2 = human epidermal growth factor receptor 2.

Zanidatamab: De-Risked Near-Term Opportunity with \$2B+ Peak Potential

Other HER2-Expressing

Cancers

Significant regulatory progress:

- Ziihera now approved in the U.S. for the treatment of adults with previously treated, unresectable or metastatic HER2+ (IHC3+) BTC
- EMA validated MAA; potential approval as early as 2Q25



11/22 = first-and second line; ASCO = American Society of Olinical Oncology; BC = breast cancer; BTC = bilary tract cancer; EMA = European Medicines Agency; GEA = gastreesophageal adenocarcinona; HER2 = human epidemail growth factor receptor 2; HR* = hormone receptor positive; In C = immunchistochemistry; MAA = marketing authorization application; NSCLC = non-small cell lung cancer; PDL1 = programmed cell death ligand 1; BLA = supplemental biologica license application; TOXI = trastuumab derutecan; tras = trastuumab. 'Pending regulatory approvals; Pindence sources: Kantar reports, ToCA surveillance report; SEER, cancer; por; ClearView relaysis; GLOBOCAN, Data on fle; 'Migar markets, UK, France, Germany; Spin, Taly; 'NCT01042379; in collaboration with QuartrurLeap Healthcare Collaborative; 'Incidence source estimates derived for multiple sources: Decioin Resources Group; Kantar Health, Juaz Markit Research, data on fle; 'Migar related estimater et al., Zarindatareath, and nonebiopedic antibody, for the treatment of locally advanced or metastatic HER2-expressing or HER2-amplified cancers: a phase 1; doseescilation and expansion study, The Lancet Oncology, Volume 23, Issue 12, 2022, Pages 1558-1570; ISSN 1470-2045; Http://doi.org/10.1016S1470-2045(22)00621-0.

Zepzelca: Opportunity to Redefine 1L SCLC Treatment Paradigm



Donna Former Zepzelca patient living with SCLC Well-established as 2L SCLC treatment of choice

>\$1.1 billion¹ in revenue since launch in mid-2020

Plan to submit sNDA for 1L ES-SCLC in 1H25

- Reported statistically significant and clinically meaningful OS and PFS results from the Phase 3 trial in combination with Tecentriq[®] (atezolizumab), conducted in collaboration with Roche²
- Significant unmet need: expected median OS for ES 1L SCLC patients is ~13 months³
- · Potential to increase duration of response with earlier line patients
- In the U.S., there are ~30,000 1L SCLC patients, with ~27,000 currently treated in 1L and ~17,000 treated in 2L⁴

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1L/2L = frst- and second-line; ES = extensive-stage; OS = overall survival; PFS = progression-free survival; SCLC = small cell lung cancer; sNDA = supplemental New Drug Application. Net product sales from launch in July 2020 to September 30, 2024;F; Hoffmann-La Roche Ltd; 'Paz-Aes, L. et al. Durvalumab, with or without tremelimumab, plus platinum-et/posite in frst-line treatment of extensive-stage small-cell lung cancer; 3-year overall survival update from CASPIAN. ESMO Open. 2022 A;R; (72):10004; 'Approximate LS. SCLC patient numbers, sources: EERC Rones (Star Each trips://secarc.cancer.gov/staffactsthriful/lungh.html, accessed April 3, 2019, American Cancer Society, https://www.cancer.org/cancerismall-cell-lung-cancerismall-cell-lung-cancerismall-cell-lung-cancerismall-cell-lung-cancer.star]

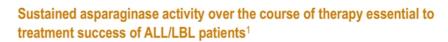
19 January 2025

ZEPZELCA® (lurbinectedin) for injection 4 mg

Rely on Rylaze: Critical Component of U.S. ALL/LBL Treatment Protocols



Willow Rylaze patient diagnosed with ALL



RYLAZE asparaginase erwinia chrysantl (recombinant)-rywn

- ~\$1.1 billion² in revenue since launch in mid-2021
- Only therapy available to patients in the U.S. who have a hypersensitivity reaction to *E. coli*-derived asparaginase

Continued strong demand driven by:

- Increased use in adolescent/young adult setting
- Switching to Rylaze at first sign of hypersensitivity reaction and due to treatment-related issues



ALL/LBL = acute lymphoblastic leukemia / lymphoblastic lymphoma. Satzer W, Bostrom B, Messinger Y, et al. Asparaginase activity levels and monitoring in patients with acute lymphoblastic leukemia. Leuk Lymphoma. 2018;59(8):1797-1806; ²Global net product sales from launch in July 2021 to September 30, 2024.

20 January 2025

ENRYLAZE

Epidiolex: Durable Growth; High Unmet Need in Pediatric Onset Epilepsy



Corey Epidiolex patient living with LGS

*Epidiolex *Epidyolex Broad spectrum efficacy through novel mechanism of action

- Poised to reach blockbuster status in 2025
- Continued education on synergies from treatment in combination with clobazam ٠
- Further data generation, including beyond-seizure benefits from the EpiCom¹ study in TSC and nurse-reported responses to the BECOME^{2,3} survey in long-term care facilities presented at AES 2024
- · Launched Nurse Navigator program to help patients and families address medication-related topics
- Additional opportunity to drive growth in adult patient setting ٠

AES = American Epilepsy Society: LGS = Lennox-Gastaut syndrome; TSC = tuberous sclerosis complex. 'Eeghen, AM, Thiele, EA, et al. Poster presented at: World Congress of Neurology, October 15-19, 2023; 'Salazar TD, Berg A, Danese SR, et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7, 2021; Chicago, IL; 'Berg A, Perry MS, Salazar TD et al. Poster presented at: American Epilepsy Society Annual Meeting; December 3-7,

21 January 2025

Oral solution

Xywav: Differentiated by Low Sodium; IH Provides Growth Opportunity



Cindy Xywav patient living with IH

- Annualizing over \$1.5 billion¹ as of 3Q24
- Xywav remains #1 branded treatment for narcolepsy
- Xywav is the only approved oxybate therapy that doesn't carry a warning and precaution related to high sodium intake
- FDA published its summary of clinical superiority findings stating Xywav is clinically superior to Xyrem by means of greater safety
- · Positive impact from Field Nurse Educator program supporting both narcolepsy and IH
- See most opportunity for growth in IH as the only approved therapy to treat IH and no near-term competition



FDA = Food and Drug Administration; IH = idiopathic hypersomnia. 1Based net product sales reported for quarter ended September 30, 2024.

22 January 2025

xywav

Well-Positioned to Deliver Long-Term Value

Operational Excellence and Commercial Execution

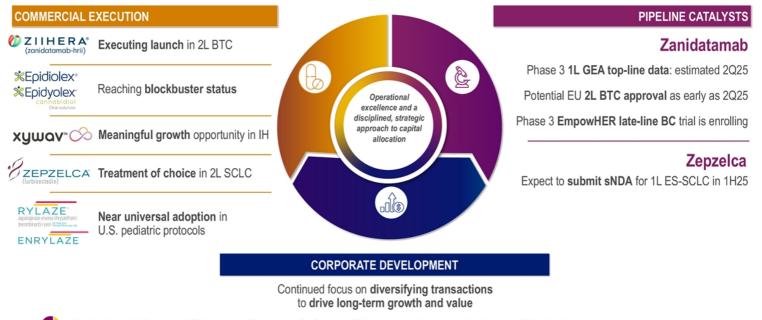
Jazz Pharmaceuticals

Delivering Significant Value Through Strategic Capital Allocation



1For the nine months ended September 30, 2024; ²As of September 30, 2024; ³As of December 31, 2024.

Well-Positioned to Deliver Meaningful Shareholder Value



1L/2L = frst- and second-line; BC = breast cancer; BTC = bilary tract cancer; ES = extensive stage; EU = European Union; GEA = gastroesophageal adenocarcinoma; IH = idiopathic hypersomnia; SCLC = small-cell lung cancer; sNDA = supplemental new drug application.

Q&A



Thank You

