SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 193	4
or Section 30(h) of the Investment Company Act of 1940	

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol Jazz Pharmaceuticals plc [JAZZ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
<u>COZADD BRUCE C</u>				X	Director	10% Owner			
(Last) (First) (Mic		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	- x	Officer (give title below)	Other (specify below)			
5TH FL, WA	TERLOO EXC	HANGE	02/25/2021		Chairman & CEO				
WATERLOO	RD								
(Street)	(Street)		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	6. Individual or Joint/Group Filing (Check J Line)				
DUBLIN 4	L2			X	Form filed by One Re	porting Person			
					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)						Securities Beneficially	(D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130. 4)
Ordinary Shares	02/25/2021		A ⁽¹⁾		37,925	Α	\$0.0	355,957	D	

		Tal	ble II - Derivati (e.g., pı					ired, Disp options, d					d										
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)	Transaction Code (Instr. 8) 4 (Code (Instr.		Transaction		Transaction Code (Instr. 1 8) (1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		Transaction of Code (Instr. Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year) Sec Und Deri Sec		of Expiration Date (Month/Day/Year) Securities A) or Disposed of (D) Instr. 3, 4		Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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												

Explanation of Responses:

1. These restricted stock units are granted pursuant to the Issuer's 2011 Equity Incentive Plan. Each restricted stock unit represents a contingent right to receive one ordinary share upon the vesting of the unit. These units vest in equal annual installments over four years measured from the vesting commencement date of March 5, 2021, with 1/4th vesting on the first anniversary of the vesting commencement date and the remainder vesting in equal annual installments over the subsequent three years.

<u>By: /s/Paz Dizon, as attorney</u> in fact For: Bruce C Cozadd	03/01/2021
in fact For: Bruce C Cozada	

** 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.