

Jazz Pharmaceuticals plc  
 Form 4  
 March 12, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Tobias Jeffrey K

(Last) (First) (Middle)

C/O JAZZ PHARMACEUTICALS  
 PLC, CONNAUGHT HOUSE, 1  
 BURLINGTON RD, FL. 4

(Street)

DUBLIN 4, L2

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 03/10/2014

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)  
 EVP, Research & Dev and CMO

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Ordinary Shares                 | 03/10/2014                           |  | M                              | 1,281   | A \$ 46.83  | 49,384   | D                                 |
| Ordinary Shares                 | 03/10/2014                           |  | M                              | 1,719   | A \$ 59.13  | 51,103   | D                                 |
| Ordinary Shares                 | 03/10/2014                           |  | S <sup>(1)</sup>               | 3,000   | D \$ 152.99   | 48,103   | D                                 |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form**

SEC 1474  
 (9-02)

displays a currently valid OMB control number.

**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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Nonstatutory Stock Option (right to buy)   | \$ 46.83   | 03/10/2014                           |  | M                              | 1,281   | <sup>(2)</sup> 08/08/2022                                | Ordinary Shares   | 1,281                      |
| Nonstatutory Stock Option (right to buy)   | \$ 59.13   | 03/10/2014                           |  | M                              | 1,719   | <sup>(3)</sup> 03/04/2023                                | Ordinary Shares   | 1,719                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| Tobias Jeffrey K<br>C/O JAZZ PHARMACEUTICALS PLC<br>CONNAUGHT HOUSE, 1 BURLINGTON RD, FL.<br>4<br>DUBLIN 4, L2 |               |           | EVP, Research & Dev and<br>CMO |       |

## Signatures

/s/ Larissa Schwartz as attorney in fact for Jeffrey Tobias 03/12/2014

\*\*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) The transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.

Following the reported transaction, the remaining ordinary shares subject to this option will vest with respect to 26,889 shares in

(2) twenty-one equal monthly installments from April 9, 2014 to December 9, 2015 and with respect to 9,532 shares in eight equal monthly installments from January 9, 2016 to August 9, 2016.

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- Following the reported transaction, the remaining ordinary shares subject to this option are vested with respect to 4,531 shares and will
- (3) vest with respect to 4,687 shares in nine equal monthly installments from April 5, 2014 to December 5, 2014 and with respect to 12,500 shares in twenty-four equal monthly installments from January 5, 2015 to December 5, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.