

BOCK LOUIS C
Form 3
July 28, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

BOCK LOUIS C
(Last) (First) (Middle)

C/O SCALE VENTURE
MANAGEMENT II, LLC, 950
TOWER LN., SUITE 700

(Street)

FOSTER CITY, CA 94404

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
07/28/2011

3. Issuer Name and Ticker or Trading Symbol
HORIZON PHARMA, INC. [HZNP]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable

Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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				Shares		or Indirect (1) (Instr. 5)	
Series A Preferred Stock	Â (1)	Â (1)	Common Stock	1,370,070	\$ (1)	I	See Footnote (2)
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	171,626	\$ (1)	I	See Footnote (2)
Convertible Promissory Note	Â (3)	Â (3)	Common Stock	3,117,469.92 (3)	\$ (3)	I	See Footnote (2)
Warrant to Purchase Series A Preferred Stock	Â (4)	10/31/2015(4)	Series A Preferred Stock	69,451	\$ 5.201	I	See Footnote (2)
Warrant to Purchase Series A Preferred Stock	Â (4)	07/02/2016(4)	Series A Preferred Stock	34,726	\$ 5.201	I	See Footnote (2)
Warrant to Purchase Series A Preferred Stock	Â (4)	09/25/2016(4)	Series A Preferred Stock	43,409	\$ 5.201	I	See Footnote (2)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BOCK LOUIS C
C/O SCALE VENTURE MANAGEMENT II, LLC
950 TOWER LN., SUITE 700
FOSTER CITY, CA 94404

Â X Â Â Â

Signatures

/s/ Louis C.
Bock

07/28/2011

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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 shares of Series A Preferred Stock and Series B Preferred Stock have no expiration date and are convertible at any time at the election of the holder. Every 2.374 shares of preferred stock will automatically convert into one share of common stock upon the closing of the Issuer's initial public offering.

(2) Held of record by Scale Venture Partners II, LP ("Scale Partners"). The General Partner of Scale Partners is Scale Venture Management II, LLC ("Scale Management"). The Reporting Person is a member of Scale Management. The Reporting Person disclaims beneficial ownership with respect to these securities, except to the extent of his pecuniary interest therein.

(3) Principal and accrued interest will convert upon the Issuer's initial public offering into shares of Common Stock at a conversion price equal to the lesser of (i) the public offering price of the Common Stock sold in the Issuer's initial public offering, or (ii) \$18.92. Amounts shown are reported in US dollars and include interest accrued through the date hereof; additional interest will accrue prior to conversion.

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- (4) The warrants are immediately exercisable and shall terminate on the earlier of the expiration date referenced above or the occurrence of other specified corporate transactions.

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.