

Jazz Pharmaceuticals plc  
Form 4  
September 03, 2015

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**ENRIGHT PATRICK G**

(Last) (First) (Middle)

**C/O LONGITUDE CAPITAL  
PARTNERS, LLC, 800 EL  
CAMINO REAL, SUITE 220**

(Street)

**MENLO PARK, CA 94025**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**Jazz Pharmaceuticals plc [JAZZ]**

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

**09/01/2015**

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)

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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	09/01/2015		S		2,851	D	\$ 164.51 <u>(1)</u>	271,649	I	By Longitude Venture Partners, L.P. <u>(2)</u>
Ordinary Shares	09/01/2015		S		2,846	D	\$ 165.2659 <u>(3)</u>	268,803	I	By Longitude Venture Partners, L.P. <u>(2)</u>
	09/01/2015		S		1,169	D		267,634	I	

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Ordinary Shares					\$ 166.3572 (4)				By Longitude Venture Partners, L.P. (2)
Ordinary Shares	09/01/2015	S	1,081	D	\$ 167.3287 (5)	266,553	I		By Longitude Venture Partners, L.P. (2)
Ordinary Shares	09/01/2015	S	1,857	D	\$ 168.3373 (6)	264,696	I		By Longitude Venture Partners, L.P. (2)
Ordinary Shares	09/01/2015	S	57	D	\$ 164.5031 (7)	5,443	I		By Longitude Capital Associates, L.P. (2)
Ordinary Shares	09/01/2015	S	57	D	\$ 165.2569 (8)	5,386	I		By Longitude Capital Associates, L.P. (2)
Ordinary Shares	09/01/2015	S	24	D	\$ 166.3583 (9)	5,362	I		By Longitude Capital Associates, L.P. (2)
Ordinary Shares	09/01/2015	S	21	D	\$ 167.3168 (10)	5,341	I		By Longitude Capital Associates, L.P. (2)
Ordinary Shares	09/01/2015	S	37	D	\$ 168.3254 (11)	5,304	I		By Longitude Capital Associates, L.P. (2)
Ordinary Shares						1,734	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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following the Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

ENRIGHT PATRICK G  
C/O LONGITUDE CAPITAL PARTNERS, LLC  
800 EL CAMINO REAL, SUITE 220  
MENLO PARK, CA 94025

X

## Signatures

/s/ Patrick G.  
Enright 09/03/2015

\*\*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) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$163.89 to \$164.88. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.

(2) The Reporting Person is a managing member of Longitude Capital Partners, LLC, the general partner of each of Longitude Venture Partners, L.P. and Longitude Capital Associates, L.P. The Reporting Person disclaims beneficial ownership of the securities of the Issuer held by Longitude Venture Partners, L.P. and Longitude Capital Associates, L.P. except to the extent of his pecuniary interest therein.

(3) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$164.89 to \$165.83. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.

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- (4) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$165.94 to \$166.72. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (5) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$166.94 to \$167.90. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (6) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$167.96 to \$168.76. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (7) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$163.89 to \$164.88. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (8) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$164.89 to \$165.83. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (9) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$165.94 to \$166.72. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (10) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$166.94 to \$167.90. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.
- (11) Reflects sales of ordinary shares executed in multiple transactions at prices ranging from \$167.96 to \$168.76. The price reported reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which the sales were effected.

### Remarks:

All of the sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

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.