

COZADD BRUCE C
Form 4
March 22, 2013

FORM 4

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

OMB APPROVAL

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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 *
COZADD BRUCE C

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O JAZZ PHARMACEUTICALS
PLC, CONNAUGHT HOUSE, 1
BURLINGTON RD, FL. 4

3. Date of Earliest Transaction
(Month/Day/Year)
03/21/2013

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

(Street)
DUBLIN 4, L2

4. 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

(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)	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	03/21/2013		M		15,902	A	\$ 15.09
Ordinary Shares	03/21/2013		M		5,299	A	\$ 30.18
Ordinary Shares	03/21/2013		M		5,299	A	\$ 45.27
Ordinary Shares	03/21/2013		M		12,583	A	\$ 19.37
Ordinary Shares	03/21/2013		M		7,040	A	\$ 7.96

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Ordinary Shares	03/21/2013	M	182	A	\$ 1.25	668,466	D
Ordinary Shares	03/21/2013	M	2,177	A	\$ 11.48	670,643	D

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

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(9-02)

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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 15.09	03/21/2013		M	15,902	<u>(1)</u> 02/17/2014	Ordinary Shares	15,902	
Incentive Stock Option (right to buy)	\$ 30.18	03/21/2013		M	5,299	<u>(1)</u> 02/17/2014	Ordinary Shares	5,299	
Incentive Stock Option (right to buy)	\$ 45.27	03/21/2013		M	5,299	<u>(1)</u> 02/17/2014	Ordinary Shares	5,299	
Incentive Stock Option (right to buy)	\$ 19.37	03/21/2013		M	12,583	<u>(2)</u> 02/26/2017	Ordinary Shares	12,583	
Incentive Stock Option	\$ 7.96	03/21/2013		M	7,040	<u>(3)</u> 05/15/2018	Ordinary Shares	7,040	

(right to
buy)

Incentive

Stock

Option

\$ 1.25

03/21/2013

M

182

(4)

01/20/2019

Ordinary
Shares

182

(right to
buy)

Incentive

Stock

Option

\$ 11.48

03/21/2013

M

2,177

(5)

03/07/2020

Ordinary
Shares

2,177

(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COZADD BRUCE C C/O JAZZ PHARMACEUTICALS PLC CONNAUGHT HOUSE, 1 BURLINGTON RD, FL. 4 DUBLIN 4, L2	X		Chairman and CEO	

Signatures

/s/ Larissa Schwartz as attorney in fact for Bruce
Cozadd

03/22/2013

 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) This option fully vested on February 18, 2008.

(2) This option fully vested on February 27, 2012.

(3) This option fully vested on April 8, 2012.

(4) This option fully vested on January 21, 2012.

(5) Following the reported transaction, the remaining ordinary shares subject to this option vest with respect to 6,533 shares in nine equal monthly installments from April 8, 2013 to December 8, 2013 and with respect to 8,710 shares in three equal monthly installments from January 8, 2014 to March 8, 2014.

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.