

EAGLE PHARMACEUTICALS, INC.

Form 4

January 04, 2017

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

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Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Krill Steven L.

2. Issuer Name **and** Ticker or Trading
Symbol
EAGLE PHARMACEUTICALS,
INC. [EGRX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/15/2016

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
EVP & Chief Scientific Officer

C/O EAGLE
PHARMACEUTICALS, INC., 50
TICE BLVD., SUITE 315

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

WOODCLIFF LAKE, NJ 07677

(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		
Common Stock	12/15/2016		M		3,730	A	\$ 4.42	3,730	D
Common Stock	12/15/2016		S		3,730	D	\$ 74.7896	0	D
Common Stock	12/15/2016		M		6,270	A	\$ 12.67	6,270	D
Common Stock	12/15/2016		S		6,270	D	\$ 74.7896	0	D
	12/19/2016		M		2,683	A	\$ 12.67	2,683	D

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Common
Stock

Common Stock	12/19/2016	S	2,683	D	\$ 75.6066	0	D
Common Stock	12/19/2016	M	7,317	A	\$ 12.63	7,317	D
Common Stock	12/19/2016	S	7,317	D	\$ 75.6066	0	D
Common Stock	12/20/2016	M	10,000	A	\$ 12.63	10,000	D
Common Stock	12/20/2016	S	10,000	D	\$ 76.6876	0	D
Common Stock	12/21/2016	M	2,683	A	\$ 12.63	2,683	D
Common Stock	12/21/2016	S	2,683	D	\$ 77.1747	0	D
Common Stock	12/21/2016	M	7,569	A	\$ 46.09	7,569	D
Common Stock	12/21/2016	S	7,569	D	\$ 77.1747	0	D
Common Stock	12/22/2016	M	5,126	A	\$ 46.09	5,126	D
Common Stock	12/22/2016	S	5,126	D	\$ 76.7794	0	D
Common Stock	12/23/2016	M	5,127	A	\$ 46.09	5,127	D
Common Stock	12/23/2016	S	5,127	D	\$ 78.6069	0	D

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

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SEC 1474
(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,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D S (I
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and 5)

			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 4.42	12/15/2016	M			3,730	<u>(1)</u>	04/18/2023	Common Stock	3,730
Stock Option (right to buy)	\$ 12.67	12/15/2016	M			6,270	<u>(2)</u>	04/07/2024	Common Stock	6,270
Stock Option (right to buy)	\$ 12.67	12/19/2016	M			2,683	<u>(2)</u>	04/07/2024	Common Stock	2,683
Stock Option (right to buy)	\$ 12.63	12/19/2016	M			7,317	<u>(3)</u>	08/25/2024	Common Stock	7,317
Stock Option (right to buy)	\$ 12.63	12/20/2016	M			10,000	<u>(3)</u>	08/25/2024	Common Stock	10,000
Stock Option (right to buy)	\$ 12.63	12/21/2016	M			2,683	<u>(3)</u>	08/25/2024	Common Stock	2,683
Stock Option (right to buy)	\$ 46.09	12/21/2016	M			7,569	<u>(4)</u>	03/12/2025	Common Stock	7,569
Stock Option (right to buy)	\$ 46.09	12/22/2016	M			5,126	<u>(4)</u>	03/12/2025	Common Stock	5,126
Stock Option (right to buy)	\$ 46.09	12/23/2016	M			5,127	<u>(4)</u>	03/12/2025	Common Stock	5,127

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Krill Steven L.
C/O EAGLE PHARMACEUTICALS, INC.
50 TICE BLVD., SUITE 315
WOODCLIFF LAKE, NJ 07677

EVP & Chief Scientific Officer

Signatures

/s/ Scott Tarriff,
Attorney-in-Fact

01/04/2017

__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) 25% of the shares subject to the option vested on April 19, 2014 and the remainder shall vest in equal monthly installments over a period of three years.
- (2) 25% of the shares subject to the option vested on April 8, 2015 and the remainder shall vest in equal monthly installments over a period of three years.
- (3) 25% of the shares subject to the option vested on August 26, 2015 and the remainder shall vest in equal monthly installments over a period of three years.
- (4) 25% of the shares subject to the option vested on March 13, 2016 and the remainder shall vest in equal monthly installments over a period of three years.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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