

EAGLE PHARMACEUTICALS, INC.

Form 4

January 04, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
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  
 Officer (give title below) EVP & Chief Scientific Officer  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)

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

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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. (Instr. 3 and 4)
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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

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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