

EAGLE PHARMACEUTICALS, INC.

Form 4

December 02, 2016

FORM 4

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

OMB APPROVAL

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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)
11/23/2016

____ Director
 Officer (give title below) _____ 10% Owner
_____ 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)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/23/2016		M		200	A	\$ 8.78
Common Stock	11/23/2016		S		200	D	\$ 80 0
Common Stock	11/30/2016		M		1,950	A	\$ 8.78 1,950
Common Stock	11/30/2016		S		1,950	D	\$ 80 0
	11/30/2016		M		2,530	A	2,530

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Common Stock						\$ 8.78		
Common Stock	11/30/2016		S	2,530	D	\$ 80	0	D
Common Stock	11/30/2016		M	1,307	A	\$ 4.42	1,307	D
Common Stock	11/30/2016		S	1,307	D	\$ 80	0	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
Stock Option (right to buy)	\$ 8.78	11/23/2016		M	200	<u>(1)</u> 07/11/2022	Common Stock	200
Stock Option (right to buy)	\$ 8.78	11/30/2016		M	1,950	<u>(2)</u> 09/25/2021	Common Stock	1,950
Stock Option (right to buy)	\$ 8.78	11/30/2016		M	2,530	<u>(1)</u> 07/11/2022	Common Stock	2,530
Stock Option (right to buy)	\$ 4.42	11/30/2016		M	1,307	<u>(3)</u> 04/18/2023	Common Stock	1,307

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

12/02/2016

__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 July 12, 2013 and the remainder vested in equal monthly installments over a period of three years.
- (2) 25% of the shares subject to the option vested on September 26, 2012 and the remainder vested in equal monthly installments over a period of three years.
- (3) 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.

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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