

EAGLE PHARMACEUTICALS, INC.

Form 4

July 02, 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  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Tarriff Scott

(Last) (First) (Middle)

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

(Street)

WOODCLIFF LAKE, NJ 07677

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

EAGLE PHARMACEUTICALS,  
INC. [EGRX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/20/2015

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)  
President and CEO

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/20/2015		S <sup>(1)</sup>	120,000	D \$ 42	1,549,622	D
Common Stock	07/01/2015		S <sup>(2)</sup>	4,502	D \$ 81.5 <sup>(3)</sup>	1,545,120	D
Common Stock	07/01/2015		S <sup>(2)</sup>	1,483	D \$ 80.28 <sup>(4)</sup>	1,543,637	D
Common Stock	07/01/2015		S <sup>(2)</sup>	6,015	D \$ 78.98	1,537,622	D

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Common					(5)		
Stock	07/01/2015	S(2)	3,710	D	\$	77.58	1,533,912 D
					(6)		

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, 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 Reported Transaction (Instr. 6)
				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
Tarriff Scott C/O EAGLE PHARMACEUTICALS, INC. 50 TICE BLVD., SUITE 315 WOODCLIFF LAKE, NJ 07677	X X President and CEO

## Signatures

/s/ David E. Riggs,  
Attorney-in-Fact  
07/02/2015

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) These shares were sold pursuant to a prospectus filed on March 17, 2015 with the Securities and Exchange Commission.

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- (2) These shares were sold pursuant to a Rule 10b5-1 trading plan dated as of June 19, 2015.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$81.19 to \$81.63, inclusive. The reporting person undertakes to provide to Eagle Pharmaceuticals, Inc., any security holder of Eagle

- (3) Pharmaceuticals, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote (3) and in footnotes (4), (5) and (6).

- (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$80.00 to \$80.41, inclusive.

- (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$78.80 to \$79.25, inclusive.

- (6) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions ranging from \$77.12 to \$77.96, inclusive.

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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