Ketchum Steven B Form 4 November 30, 2018

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Ketchum Steven B			2. Issuer Name <b>and</b> Ticker or Trading Symbol AMARIN CORP PLC\UK [AMRN]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (First)		(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
			(Month/Day/Year)	Director 10% Owner		
C/O AMARIN PHARMA,			11/30/2018	_X_ Officer (give title Other (specify		
INC., 1430 ROUTE 206				below) below) Chief Scientific Officer		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person		
BEDMINSTER, NJ 07921				Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tak	ole I - Non-	-Derivative	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispos (Instr. 3,	sed of	` ′	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)
Ordinary Shares (1) (2)	11/30/2018		M	2,604	A	\$ 1.4	343,901	D (3)	
Ordinary Shares (1) (2)	11/30/2018		M	4,167	A	\$ 2.5	348,068	D (3)	
Ordinary Shares (1) (2)	11/30/2018		M	3,750	A	\$ 2.5	351,818	D (3)	
Ordinary Shares (1)	11/30/2018		M	3,750	A	\$ 2.5	355,568	D (3)	

(2)

Ordinary Shares (1) (2)	11/30/2018	M	2,771	A	\$ 2.95	358,339	D (3)
Ordinary Shares (1) (2)	11/30/2018	S	17,042	D	\$ 17.7898 (4)	341,297	D (3)

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

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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. Transactic Code (Instr. 8)	5. Number conf 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 1.4	11/30/2018		M	2,604	(5)	01/31/2026	Ordinary Shares (2)	2,604
Stock Option (Right to Buy)	\$ 2.5	11/30/2018		M	4,167	<u>(6)</u>	07/06/2025	Ordinary Shares (2)	4,167
Stock Option (Right to Buy)	\$ 2.5	11/30/2018		M	3,750	<u>(7)</u>	07/06/2025	Ordinary Shares (2)	3,750
Stock Option (Right to Buy)	\$ 2.5	11/30/2018		M	3,750	<u>(7)</u>	07/06/2025	Ordinary Shares (2)	3,750
Stock Option	\$ 2.95	11/30/2018		M	2,771	(8)	01/31/2027	Ordinary Shares (2)	2,771

(Right to Buy)

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Ketchum Steven B C/O AMARIN PHARMA, INC. 1430 ROUTE 206 BEDMINSTER, NJ 07921

Chief Scientific Officer

#### **Signatures**

/s/ Joseph T. Kennedy, by power of attorney

11/30/2018

\*\*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) The option exercises and sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan previously adopted by the Reporting Person.
- (2) The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- (3) Please see the section titled "Remarks" below for additional information.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.12 to \$18.04, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, 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 range.
- On February 1, 2016, the Reporting Person was granted an option to purchase 125,000 Ordinary Shares under the Amarin Corporation plc 2011 Stock Incentive Plan (the "Plan"). The shares subject to this option shall vest and become exercisable in 48 equal monthly installments on the last day of each month that began on February 29, 2016.
- On July 6, 2015, the Reporting Person was granted an option to purchase 200,000 Ordinary Shares under the Plan. The shares subject to this option shall vest and become exercisable in 48 equal monthly installments on the last day of each month that began on July 31, 2015.
- On July 6, 2015, the Reporting Person was granted an option to purchase 180,000 Ordinary Shares under the Plan. The vesting of the shares is subject to certain performance milestone that was previously achieved. The shares subject to this option shall vest and become exercisable in 48 equal monthly installments on the last day of each month that began on July 31, 2015.
- On February 1, 2017, the Reporting Person was granted an option to purchase 133,000 Ordinary Shares under the Plan. The shares subject to this option shall vest and become exercisable in 48 equal monthly installments on the last day of each month that began on February 28, 2017.

#### **Remarks:**

In the case of a Change of Control (as defined in the Plan), the grants described in this Form 4 vest in full. As of the date of the 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.

Reporting Owners 3