

Berg Aaron
Form 3
March 20, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Berg Aaron | | (Month/Day/Year) | AMARIN CORP PLC\UK [AMRN] | |
| (Last) | (First) | (Middle) | 03/11/2019 | |
| C/O AMARIN PHARMA, INC., Â 1430 ROUTE 206 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BEDMINSTER, Â NJ Â 07921 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | CHIEF COMMERCIAL OFFICER | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Ordinary Shares ⁽¹⁾ | 36,351 | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|--|--|---|--|--|---|

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| | Date Exercisable | Expiration Date | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|---------------------------------------|---------------------|--------------------|-----------------------------------|---------|----------------------------------|-----|
| Restricted Stock Units ⁽²⁾ | ^ ⁽³⁾ | ^ ⁽⁴⁾ | Ordinary Shares ⁽¹⁾ | 29,000 | \$ 0 | D ^ |
| Restricted Stock Units ⁽²⁾ | ^ ⁽⁵⁾ | ^ ⁽⁴⁾ | Ordinary Shares ⁽¹⁾ | 78,000 | \$ 0 | D ^ |
| Restricted Stock Units ⁽²⁾ | ^ ⁽⁶⁾ | ^ ⁽⁴⁾ | Ordinary Shares ⁽¹⁾ | 38,200 | \$ 0 | D ^ |
| Stock Option (Right to Buy) | ^ ⁽⁷⁾ | 12/02/2022 | Ordinary Shares ⁽¹⁾ | 43,253 | \$ 12.6 | D ^ |
| Stock Option (Right to Buy) | ^ ⁽⁸⁾ | 02/02/2025 | Ordinary Shares ⁽¹⁾ | 3,906 | \$ 1.02 | D ^ |
| Stock Option (Right to Buy) | ^ ⁽⁹⁾ | 07/06/2025 | Ordinary Shares ⁽¹⁾ | 219,562 | \$ 2.5 | D ^ |
| Stock Option (Right to Buy) | ^ ⁽¹⁰⁾ | 02/01/2026 | Ordinary Shares ⁽¹⁾ | 36,458 | \$ 1.4 | D ^ |
| Stock Option (Right to Buy) | ^ ⁽¹¹⁾ | 02/01/2027 | Ordinary Shares ⁽¹⁾ | 69,270 | \$ 2.95 | D ^ |
| Stock Option (Right to Buy) | ^ ⁽¹²⁾ | 05/01/2028 | Ordinary Shares ⁽¹⁾ | 117,000 | \$ 2.8 | D ^ |
| Stock Option (Right to Buy) | ^ ⁽¹³⁾ | 02/01/2029 | Ordinary Shares ⁽¹⁾ | 53,500 | \$ 16.87 | D ^ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Berg Aaron C/O AMARIN PHARMA, INC. 1430 ROUTE 206 BEDMINSTER, NJ 07921 | ^ | ^ | ^ CHIEF COMMERCIAL OFFICER | ^ |

Signatures

/s/ Joseph Kennedy, by power of attorney
03/20/2019

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
- (2) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one Ordinary Share or cash in lieu thereof at the Issuer's discretion.

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- (3) On February 1, 2017, the Reporting Person was granted 87,000 RSUs under the Amarin Corporation plc 2011 Stock Incentive Plan (the "Plan"). These RSUs vest in three equal installments on each of January 31, 2018, January 31, 2019, and January 31, 2020.
- (4) Not applicable.
- (5) On May 1, 2018, the Reporting Person was granted 78,000 RSUs under the Plan. These RSUs vest in three equal installments on each of May 1, 2019, May 1, 2020, and May 1, 2021.
- (6) On February 1, 2019, the Reporting Person was granted 38,200 RSUs under the Plan. These RSUs vest in three equal installments on each of January 31, 2020, January 31, 2021, and January 31, 2022.
- (7) On December 3, 2012, the Reporting Person was granted an option to purchase 75,000 Ordinary Shares under the Plan. The shares subject to this option are fully vested as of the date hereof.
- (8) On February 2, 2015, the Reporting Person was granted an option to purchase 93,750 Ordinary Shares under the Plan. The shares subject to this option are fully vested as of the date hereof.
- (9) On July 6, 2015, the Reporting Person was granted an option to purchase 400,000 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.
- (10) On February 1, 2016, the Reporting Person was granted an option to purchase 125,000 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, 2016.
- (11) 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.
- (12) On May 1, 2018, the Reporting Person was granted an option to purchase 117,000 Ordinary Shares under the Plan. The shares subject to this option shall vest as follows: 25% of the total number of underlying shares shall vest on May 1, 2019, and the remaining 75% of the underlying shares shall vest ratably over the subsequent 36 months.
- (13) On February 1, 2019, the Reporting Person was granted an option to purchase 53,500 Ordinary Shares under the Plan. The shares subject to this option shall vest and become exercisable in 16 equal quarterly installments starting on May 15, 2019.

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Remarks:

Pursuant to Amarin's expanded commercial efforts, the company's Board of Directors has deemed Aar

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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