

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Kennedy Joseph T</u> (Last) (First) (Middle) <u>C/O AMARIN PHARMA, INC.</u> <u>1430 ROUTE 206</u> (Street) <u>BEDMINSTER NJ 07921</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AMARIN CORP PLCUK [AMRN]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>01/31/2017</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>General Counsel</u> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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			
Ordinary Shares ⁽¹⁾	01/31/2017		M		56,500 ⁽²⁾	A	(3)	244,173	D	
Ordinary Shares ⁽¹⁾	01/31/2017		M		60,938 ⁽⁴⁾	A	(3)	305,111	D	
Ordinary Shares ⁽¹⁾	01/31/2017		M		26,667 ⁽⁵⁾	A	(3)	331,778	D	
Ordinary Shares ⁽¹⁾	01/31/2017		F ⁽⁶⁾		75,875	D	\$2.97	255,903	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units ⁽⁷⁾	\$0.00	01/31/2017		M			56,500	(2)	(3)	Ordinary Shares ⁽¹⁾	56,500	\$0.00	0	D	
Restricted Stock Units ⁽⁷⁾	\$0.00	01/31/2017		M			60,938	(4)	(3)	Ordinary Shares ⁽¹⁾	60,938	\$0.00	60,937	D	
Restricted Stock Units ⁽⁷⁾	\$0.00	01/31/2017		M			26,667	(5)	(3)	Ordinary Shares ⁽¹⁾	26,667	\$0.00	53,333	D	
Stock Option (right to buy)	\$2.95	02/01/2017		A		165,000		(8)	01/31/2027	Ordinary Shares ⁽¹⁾	165,000	\$2.95	165,000	D	

Explanation of Responses:

1. The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.
2. On January 8, 2014, the Reporting Person was granted 169,500 restricted stock units ("RSUs") under the Amarin Corporation plc 2011 Stock Incentive Plan. These RSUs vest in three equal installments on each of January 31, 2015, January 31, 2016 and January 31, 2017. The third and final vesting event occurred on January 31, 2017.
3. Not applicable.
4. On February 2, 2015, the Reporting Person was granted 182,813 RSUs under the Amarin Corporation plc 2011 Stock Incentive Plan. These RSUs vest in three equal installments on each of January 31, 2016, January 31, 2017 and January 31, 2018. The second vesting event occurred on January 31, 2017.
5. On February 1, 2016, the Reporting Person was granted 80,000 RSU's under the Amarin Corporation plc 2011 Stock Incentive Plan. These RSU's vest in three equal installments on each of January 31, 2017, January 31, 2018 and January 31, 2019. The first vesting event occurred on January 31, 2017.
6. Represents withholding by the Issuer of shares in respect of tax liability incident to the vesting of a security issued in accordance with Rule 16b-3, and not a market sale of securities.
7. Each RSU represents a contingent right to receive one Ordinary Share or cash in lieu thereof at the Issuer's discretion.
8. On February 1, 2017, the Reporting Person was granted an option to purchase 165,000 Ordinary Shares under the Amarin Corporation plc 2011 Stock Incentive Plan. The shares subject to this option shall vest and become exercisable in 48 equal monthly installments on the last day of each month starting on February 28, 2017.

Remarks:

/s/ Joseph T. Kennedy 02/02/2017
** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.