

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

Notice of Exempt Offering of Securities

OMB APPROVAL	
OMB Number:	3235-0076
Estimated average burden hours per response:	4.00

1. Issuer's Identity

CIK (Filer ID Number)	Previous Names	None	Entity Type
0000897448	AMARIN PHARMACEUTICALS PLC	X	Corporation
Name of Issuer	ETHICAL HOLDINGS PLC		Limited Partnership
AMARIN CORP PLC\UK	Lockgen Limited		Limited Liability Company
Jurisdiction of Incorporation/Organization			General Partnership
UNITED KINGDOM			Business Trust
Year of Incorporation/Organization			Other (Specify)
X Over Five Years Ago			
Within Last Five Years (Specify Year)			
Yet to Be Formed			

2. Principal Place of Business and Contact Information

Name of Issuer			
AMARIN CORP PLC\UK			
Street Address 1		Street Address 2	
FIRST FLOOR, BLOCK 3, THE OVAL,		SHELBOURNE ROAD, BALLSBRIDGE	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
DUBLIN	L2	Dublin 4	353 1 6699 020

3. Related Persons

Last Name	First Name	Middle Name
Lynch	Thomas	G.
Street Address 1	Street Address 2	
Dalraida, Claremont Road	Foxrock	
City	State/Province/Country	ZIP/PostalCode
Dublin	L2	Dublin 4
Relationship: X Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Chief Executive Officer and Chairman

Last Name	First Name	Middle Name
Gordon	Carl	L.
Street Address 1	Street Address 2	
767 Third Avenue	30th Floor	
City	State/Province/Country	ZIP/PostalCode
New York	NY	10017
Relationship: Executive Officer X Director Promoter		

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Anderson		Joseph		
Street Address 1		Street Address 2		
38 Jermyn St.				
City		State/Province/Country		ZIP/PostalCode
London		X0		SW1Y 6DN
Relationship:		Executive Officer X Director		Promoter

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Ekman		Lars		
Street Address 1		Street Address 2		
213 Avienda Cortez				
City		State/Province/Country		ZIP/PostalCode
La Jolla		CA		92037
Relationship:		Executive Officer X Director		Promoter

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Cooke		Alan		
Street Address 1		Street Address 2		
First Floor, Block 3, The Oval		Shelbourne Road, Ballsbridge		
City		State/Province/Country		ZIP/PostalCode
Dublin		L2		Dublin 4
Relationship:		X Executive Officer		Director Promoter

Clarification of Response (if Necessary):

CFO

Last Name		First Name		Middle Name
Rogan		Manus		
Street Address 1		Street Address 2		
Guild House, 4th Floor		Guild Street, IFSC		
City		State/Province/Country		ZIP/PostalCode
Dublin		L2		Dublin 1
Relationship:		Executive Officer X Director		Promoter

Clarification of Response (if Necessary):

Last Name		First Name		Middle Name
Healy		James		I.
Street Address 1		Street Address 2		
850 Oak Grove Ave.				
City		State/Province/Country		ZIP/PostalCode
Menlo Park		CA		94025
Relationship:		Executive Officer X Director		Promoter

Clarification of Response (if Necessary):

4. Industry Group

Agriculture	Health Care	Retailing
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Banking & Financial Services

Commercial Banking

Insurance

Investing

Investment Banking

Pooled Investment Fund

Is the issuer registered as an investment company under the Investment Company Act of 1940?

Yes No

Other Banking & Financial Services

Business Services

Energy

Coal Mining

Electric Utilities

Energy Conservation

Environmental Services

Oil & Gas

Other Energy

Biotechnology

Health Insurance

Hospitals & Physicians

X Pharmaceuticals

Other Health Care

Manufacturing

Real Estate

Commercial

Construction

REITS & Finance

Residential

Other Real Estate

Restaurants

Technology

Computers

Telecommunications

Other Technology

Travel

Airlines & Airports

Lodging & Conventions

Tourism & Travel Services

Other Travel

Other

5. Issuer Size

Revenue Range

OR

Aggregate Net Asset Value Range

X No Revenues

No Aggregate Net Asset Value

\$1 - \$1,000,000

\$1 - \$5,000,000

\$1,000,001 - \$5,000,000

\$5,000,001 - \$25,000,000

\$5,000,001 -
\$25,000,000

\$25,000,001 - \$50,000,000

\$25,000,001 -
\$100,000,000

\$50,000,001 - \$100,000,000

Over \$100,000,000

Over \$100,000,000

Decline to Disclose

Decline to Disclose

Not Applicable

Not Applicable

6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))

Rule 505

Rule 504 (b)(1)(i)

X Rule 506

Rule 504 (b)(1)(ii)

Securities Act Section 4(5)

Rule 504 (b)(1)(iii)

Investment Company Act Section 3(c)

Section 3(c)(1)

Section 3(c)(9)

Section 3(c)(2)

Section 3(c)(10)

Section 3(c)(3)

Section 3(c)(11)

Section 3(c)(4)

Section 3(c)(12)

Section 3(c)(5)

Section 3(c)(13)

Section 3(c)(6)

Section 3(c)(14)

Section 3(c)(7)

7. Type of Filing

X New Notice Date of First Sale 2009-10-16 First Sale Yet to Occur
Amendment

8. Duration of Offering

Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

- ☒ Equity

☐ Debt

☐ Option, Warrant or Other Right to Acquire Another Security

☒ Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Pooled Investment Fund Interests

Tenant-in-Common Securities

Mineral Property Securities

Other (describe)

10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? Yes X No

Clarification of Response (if Necessary):

11. Minimum Investment

Minimum investment accepted from any outside investor \$50,000 USD

12. Sales Compensation

Recipient

Cowen and Company LLC

(Associated) Broker or Dealer X None

None

Recipient CRD Number

1716

(Associated) Broker or Dealer CRD Number X None

None

Street Address 1

1221 Avenue of the Americas

City

New York

Street Address 2

State/Province/Country

NY

ZIP/Postal Code

10020

State(s) of Solicitation (select all that apply)
Check “All States” or check individual States All States Foreign/non-US

- CA
- CO
- CT
- FL
- IL
- MD
- MA
- MN
- NJ
- NY
- NC
- OR
- PA

13. Offering and Sales Amounts

Total Offering Amount

\$70,000,000 USD

or

Indefinite

Total Amount Sold

\$70,000,000 USD

Total Remaining to be Sold

\$0 USD

or

Indefinite

Clarification of Response (if Necessary):

14. Investors

X

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.
Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

0

36

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions

\$1,300,000 USD

Estimate

Finders' Fees

\$510,000 USD

Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$0 USD

Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

•

Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*

•

Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

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Certifying that, if the issuer is claiming a Rule 505 exemption, the issuer is not disqualified from relying on Rule 505 for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
AMARIN CORP PLC\UK	/s/ Alan Cooke	Alan Cooke	CFO	2009-10-30

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.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a

result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.
