SEC Form 4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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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

1. Name and Address of Reporting Person*         Kalb Michael Wayne         (Last)       (First)         (Middle)         C/O AMARIN PHARMA, INC.         440 US HIGHWAY 22				er Name <b>and</b> Ticke ARIN CORP of Earliest Transac 2021	<u>PLC\UK</u>	[ AMRN ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) below) SVP and CFO				
(Street) BRIDGEWATER NJ 08807 (City) (State) (Zip)				nendment, Date of	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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. Trans Date				2A. Deemed Execution Date,	3. Transaction	4. Securities Acquired (A) Disposed Of (D) (Instr. 3,		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect	

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		Disposed Of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)
Ordinary Shares <sup>(1)</sup>	08/31/2021		<b>M</b> <sup>(2)</sup>		1,527	A	(3)	206,537	D	
Ordinary Shares <sup>(1)</sup>	08/31/2021		M <sup>(2)</sup>		1,527	A	(3)	208,064	D	
Ordinary Shares <sup>(1)</sup>	08/31/2021		<b>M</b> <sup>(2)</sup>		3,054	Α	(3)	211,118	D	
Ordinary Shares <sup>(1)</sup>	08/31/2021		<b>F</b> <sup>(4)</sup>		3,011	D	\$5.54	208,107 <sup>(5)</sup>	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. Transa Code ( 8)		of Deri Sec Acq (A) ( Disp of (I	oosed D) tr. 3, 4	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 <sup>(6)</sup>	\$0.00	08/31/2021		М			1,527	(2)	(3)	Ordinary Shares <sup>(1)</sup>	1,527	\$0.00	0.00	D	
Restricted Stock Units <sup>(6)</sup>	\$0.00	08/31/2021		М			1,527	(2)	(3)	Ordinary Shares <sup>(1)</sup>	1,527	\$0.00	0.00	D	
Restricted Stock Units <sup>(6)</sup>	\$0.00	08/31/2021		М			3,054	(2)	(3)	Ordinary Shares <sup>(1)</sup>	3,054	\$0.00	0.00	D	

#### Explanation of Responses:

1. The Ordinary Shares may be represented by American Depositary Shares, each of which currently represents one Ordinary Share.

2. As previously reported on February 27, 2020 and March 1, 2021, on May 15, 2017, the Reporting Person was granted 220,000 Restricted Stock Units ("RSUs") under the Amarin Corporation plc 2011 Stock Incentive Plan, of which the performance criteria related to two tranches representing 25% of the total award each was deemed achieved on February 25, 2020 pursuant to reporting of audited net product revenues for 2019 exceeding \$400 million and of which the performance criteria related to one tranche representing 50% of the total award was deemed achieved on February 25, 2021 pursuant to reporting of audited net product revenues for 2020 exceeding \$500 million. The tranches vested ratably over 36 months beginning September 30, 2018 subject to achievement of the performance criteria and continued service of the Reporting Person as provided in the RSU Award Agreement between the Issuer and Reporting Person. The thirty-sixth and final vesting event occurred on August 31, 2021. 3. Not applicable.

4. 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.

5. Please see the section titled "Remarks" below for additional information.

6. Each RSU represents a contingent right to receive one Ordinary Share or cash in lieu thereof at the Issuer's discretion.

### Remarks:

As of the date of this Form 4, the Reporting Person owns or holds the right to acquire an aggregate of 1,288,406 Ordinary Shares of the Issuer in the form of Ordinary Shares, stock options and RSUs outstanding under the Issuer's stock incentive plans, including but not limited to certain performance-based RSUs that are earned (and reportable on a Form 4) only if certain pre-defined operational milestones are achieved and, in certain cases, then vest only if the recipient remains with the company for an extended period of time.

# <u>/s/ Michael W. Kalb</u>

\*\* Signature of Reporting Person Da

n Date

09/02/2021

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.

POWER OF ATTORNEY For Executing Forms 3, 4 and 5 Know all by these presents, that the undersigned hereby constitutes and appoints each of Michael Bison, Jason Marks and Karim Mikhail, each acting singly, his true and lawful attorney-in-fact from the date hereof to: Execute for and on behalf of the undersigned, in the undersigned's capacity (1)as an officer, director and/or 10% shareholder of Amarin Corporation plc (the "Company"), forms and authentication documents for EDGAR Filing Access; execute for and on behalf of the undersigned, in the undersigned's capacity (2) as an officer, director and/or 10% shareholder of the Company, Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder: (3) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to complete the execution of any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and the timely filing of such form with the United States Securities and Exchange Commission and any other authority; and take any other action of any type whatsoever in connection with the (4) foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interests of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in his discretion. The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary, and proper to be done in the exercise of any of the rights and powers herein granted, as fully for all intents and purposes as the such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

By this Power of Attorney, the undersigned further revokes all previous powers of attorney relating to the undersigned's obligations to file Forms 3, 4 and 5 in respect of the Company's securities under Section 16(a) of the Securities Exchange Act of 1934 and related matters.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed this 2nd day of September, 2021.

/s/ Michael W. Kalb Name: Michael W. Kalb