| SEC Form | 4 |
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## FORM 4

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
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0.5

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|  | Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. See<br>Instruction 1(b). |
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## 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 Reportin<br>Kalb Michael Wayne       | g Person <sup>*</sup> | 2. Issuer Name and Ticker or Trading Symbol <u>AMARIN CORP PLC\UK</u> [ AMRN ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner  |  |  |  |  |  |
|---|-----------------------|--|---|--|--|--|--|--|
| (Last) (First)<br>C/O AMARIN PHARMA, 1<br>440 US HIGHWAY 22 | (Middle)              | 3. Date of Earliest Transaction (Month/Day/Year)<br>10/30/2020                 | - X Officer (give title Other (specify below) SVP and CFO   |  |  |  |  |  |
| (Street)<br>BRIDGEWATER NJ                                  | 08807                 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                       | 6. Individual or Joint/Group Filing (Check Applicable<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |  |  |  |  |  |
| (City) (State)  | (Zip)                 | with the Associated Discussed of an Dec  |   |  |  |  |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   |        |               |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---------------------------------|--|---|------------------------------|---|--------|---------------|--------|---|---|---|--|
|                                 |  |   | Code                         | v | Amount | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4)  |   | (insu: 4)   |  |
| Ordinary Shares <sup>(1)</sup>  | 10/30/2020                                 |   | M <sup>(2)</sup>             |   | 1,528  | A             | (3)    | 98,441  | D   |   |  |
| Ordinary Shares <sup>(1)</sup>  | 10/30/2020                                 |   | M <sup>(2)</sup>             |   | 1,528  | A             | (3)    | 99,969  | D   |   |  |
| Ordinary Shares <sup>(1)</sup>  | 10/30/2020                                 |   | <b>F</b> <sup>(4)</sup>      |   | 1,498  | D             | \$4.86 | 98,471 <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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|-----|-------|--|--------------------|--|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Restricted<br>Stock<br>Units <sup>(6)</sup>         | \$0.00  | 10/30/2020                                 |   | М                            |   |     | 1,528 | (2)  | (3)                | Ordinary<br>Shares <sup>(1)</sup>  | 1,528                                  | \$0.00  | 15,277   | D  |  |
| Restricted<br>Stock<br>Units <sup>(6)</sup>         | \$0.00  | 10/30/2020                                 |   | М                            |   |     | 1,528 | (2)  | (3)                | Ordinary<br>Shares <sup>(1)</sup>  | 1,528                                  | \$0.00  | 15,277   | 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, on May 15, 2017, the Reporting Person was granted 220,000 Restricted Stock Units ("RSUs") under the Amarin Corporation plc Stock Incentive Plan (the "Plan"), of which the performance criteria related to two tranches representing 50% of the total award was deemed achieved on February 25, 2020 pursuant to reporting of audited net product revenues for 2019 exceeding \$400 million. The tranches vest ratably over 36 months beginning September 30, 2018 subject to achievement of the performance criteria and continued employment of the Reporting Person as provided in the RSU Award Agreement between the Issuer and Reporting Person. The twenty-sixth vesting event occurred on October 30, 2020. The performance criteria related to the remaining 50% tranche has not yet been achieved; such tranche has not lapsed as a result of achieving the other two tranches.

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 926,891 Ordinary Shares of the Issuer in the form of Ordinary Shares, stock options and RSUs granted under the Plan, including but not limited to certain performance-based RSUs that are earned only if product revenues reach pre-defined annual milestone levels and, in certain cases, then vest only if the recipient remains with the company for an extended period of time.



\*\* 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.