

Aralez Pharmaceuticals Inc.
Form 4
June 20, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Kirsch Arthur S

(Last) (First) (Middle)

C/O ARALEZ
PHARMACEUTICALS INC., 7100
WEST CREDIT AVENUE, SUITE
101

(Street)

MISSISSAUGA, A6 L5N 0E4

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Aralez Pharmaceuticals Inc. [ARLZ]

3. Date of Earliest Transaction
(Month/Day/Year)
06/16/2016

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Shares, without par value	06/16/2016		A ⁽¹⁾	7,500 A \$ 0	104,109 ⁽²⁾	D	
Common Shares, without par value					5,000	I	By Trust ⁽³⁾

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 3.42	06/16/2016		A	15,000	<u>(4)</u> 06/16/2026	Common Shares, without par value	15,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Kirsch Arthur S
C/O ARALEZ PHARMACEUTICALS INC.,
7100 WEST CREDIT AVENUE, SUITE 101
MISSISSAUGA, A6 L5N 0E4

X

Signatures

/s/ Eric L. Trachtenberg, attorney-in-fact for Arthur A. Kirsch

06/20/2016

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Restricted Stock Units, all of which vest on the earlier of June 16, 2017 or the date of the Company's next annual shareholder meeting, subject to the director's continued service on the Board as of such date.

(2) Includes 96,609 shares of Common Stock and 7,500 Restricted Stock Units.

The shares are held by the Laura A. Kirsch Trust, dated 4/12/2000 (the "Trust"), of which the Reporting Person is a trustee. Pursuant to

(3) General Instruction 4(b)(iv) to Form 4, all of the Issuer's securities held by the Trust are reported herein, and the Reporting Person expressly disclaims beneficial ownership of the securities held by the Trust, except to the extent of his pecuniary interest therein.

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- (4) The option vests in one installment on the earlier of June 16, 2017 or the date of the Company's next annual shareholder meeting, subject to the director's continued service on the Board as of such date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.