

Aralez Pharmaceuticals Inc.
Form 4
May 24, 2017

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 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 *
Aryeh Jason

(Last) (First) (Middle)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

3. Date of Earliest Transaction
(Month/Day/Year)
05/19/2017

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

(Street)

MISSISSAUGA, A6 L5N 0E4

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount or Price (A) or (D)					
Common Shares, without par value	05/19/2017		S		51,041	D	\$ 1.5587 (1)	337,644 (2)	I	By JALAA Equities, LP (3)
Common Shares, without par value	05/22/2017		S		233,468	D	\$ 1.4236 (4)	104,176	I	By JALAA Equities, LP (3)
Common Shares,	05/23/2017		S		104,176	D	\$ 1.4099	0	I	By JALAA

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) This transaction was executed in multiple trades at prices ranging from \$1.50 to \$1.60. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(2) Includes 45,469 shares issued in connection with a previously exercised warrant.

(3) Securities are owned by JALAA Equities, LP, of which the Reporting Person is the general partner. By reason of the provisions of Rule 16a-1 under the Securities Exchange Act of 1934, as amended, the Reporting Person may be deemed to be the beneficial owner of the securities owned by JALAA Equities, LP.

(4) This transaction was executed in multiple trades at prices ranging from \$1.40 to \$1.51. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(5) This transaction was executed in multiple trades at prices ranging from \$1.40 to \$1.42. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.