

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Krill Steven L.</u>  (Last) (First) (Middle) <u>C/O EAGLE PHARMACEUTICALS, INC.</u> <u>50 TICE BLVD., SUITE 315</u>  (Street) <u>WOODCLIFF LAKE NJ 07677</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>EAGLE PHARMACEUTICALS, INC. [ EGRX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP &amp; Chief Scientific Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>11/23/2016</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	(A) or (D)	Price			
Common Stock	11/23/2016		M		200	A	\$8.78	200	D	
Common Stock	11/23/2016		S		200	D	\$80	0	D	
Common Stock	11/30/2016		M		1,950	A	\$8.78	1,950	D	
Common Stock	11/30/2016		S		1,950	D	\$80	0	D	
Common Stock	11/30/2016		M		2,530	A	\$8.78	2,530	D	
Common Stock	11/30/2016		S		2,530	D	\$80	0	D	
Common Stock	11/30/2016		M		1,307	A	\$4.42	1,307	D	
Common Stock	11/30/2016		S		1,307	D	\$80	0	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. 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 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				
Stock Option (right to buy)	\$8.78	11/23/2016		M			200	(1)	07/11/2022	Common Stock	200	\$0.00	2,530	D	
Stock Option (right to buy)	\$8.78	11/30/2016		M			1,950	(2)	09/25/2021	Common Stock	1,950	\$0.00	0	D	
Stock Option (right to buy)	\$8.78	11/30/2016		M			2,530	(1)	07/11/2022	Common Stock	2,530	\$0.00	0	D	
Stock Option (right to buy)	\$4.42	11/30/2016		M			1,307	(3)	04/18/2023	Common Stock	1,307	\$0.00	19,210	D	

**Explanation of Responses:**

- 25% of the shares subject to the option vested on July 12, 2013 and the remainder vested in equal monthly installments over a period of three years.
- 25% of the shares subject to the option vested on September 26, 2012 and the remainder vested in equal monthly installments over a period of three years.
- 25% of the shares subject to the option vested on April 19, 2014 and the remainder shall vest in equal monthly installments over a period of three years.

**Remarks:**

/s/ Scott Tarriff, Attorney-in- 12/02/2016

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.

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