

**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	
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<b>1. Name and Address of Reporting Person*</b> <u>MACKE SCOTT A.</u>  (Last) (First) (Middle) <u>BLOCK 10-1, BLANCHARDSTOWN</u> <u>CORPORATE PARK, BALLYCOOLIN</u>  (Street) <u>DUBLIN L2 15</u>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b> <u>AVADEL PHARMACEUTICALS PLC [</u> <u>AVDL ]</u>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) See Remarks
	<b>3. Date of Earliest Transaction (Month/Day/Year)</b> <u>01/03/2017</u>	
<b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b> <u>01/03/2017</u>		

**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			
ADSs <sup>(1)</sup>	01/03/2017		A <sup>(2)</sup>		56,000 <sup>(3)</sup>	A	\$0 <sup>(4)</sup>	56,000	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
Stock Option (right to buy)	\$4.07	01/03/2017		A <sup>(2)</sup>		7,500		(5)	02/01/2023	ADSs	7,500	\$0 <sup>(4)</sup>	7,500	D	
Stock Option (right to buy)	\$7.36	01/03/2017		A <sup>(2)</sup>		20,000		(6)	12/12/2023	ADSs	20,000	\$0 <sup>(4)</sup>	20,000	D	
Stock Option (right to buy)	\$16.3	01/03/2017		A <sup>(2)</sup>		50,000		(7)	12/11/2024	ADSs	50,000	\$0 <sup>(4)</sup>	50,000	D	
Stock Option (right to buy)	\$14.35	01/03/2017		A <sup>(2)</sup>		35,000		(8)	12/10/2025	ADSs	35,000	\$0 <sup>(4)</sup>	35,000	D	
Stock Option (right to buy)	\$10.4	01/03/2017		A <sup>(2)</sup>		65,000		(9)	12/14/2026	ADSs	65,000	\$0 <sup>(4)</sup>	65,000	D	

**Explanation of Responses:**

- The issuer's "ADSs" are American Depositary Shares, with each ADS representing one ordinary share, nominal value \$0.01 per share, of the issuer; ADSs may be represented by American Depositary Receipts.
- On 12/31/16, Flamel Technologies S.A. ("Flamel") merged with and into Avadel Pharmaceuticals plc ("Avadel"). As a result of the Merger, Flamel's outstanding ordinary shares were cancelled and exchanged on a 1-for-1 basis for newly issued ordinary shares of Avadel, and all outstanding American Depositary Shares (ADSs) representing Flamel ordinary shares were cancelled and exchanged on a 1-for-1 basis for ADSs representing Avadel ordinary shares. The reporting person filed a Form 4 solely to report dispositions of Flamel securities as a result of the Merger, and filed a Form 3 to reflect the reporting person's new status as a director and/or executive officer of Avadel. This Form 4 reports the reporting person's acquisition of the same number and type of securities of Avadel in the Merger. The reporting person made no market sales or purchases in connection with the dispositions reported in the Form 4 referenced above or the acquisitions reported in this Form 4.
- Includes (a) 10,000 restricted ADSs granted under the issuer's "Free Share" award program on 12/12/2013, all of which will be issued to the reporting person on the fourth anniversary of the grant date; (b) 10,000 restricted ADSs granted under the issuer's "Free Share" award program on 12/11/2014, all of which will be issued to the reporting person on the fourth anniversary of the grant date; (c) 15,000 restricted ADSs granted under the issuer's "Free Share" award program on 8/10/2016, all of which will be issued to the reporting person on the second anniversary of the grant date; and (d) 10,000 restricted ADSs granted under the issuer's "Free Share" award program on 12/14/2016, all of which will be issued to the reporting person on the second anniversary of the grant date.
- Flamel Ordinary Shares and Flamel ADSs were exchanged in the Merger for an equal number of Avadel Ordinary Shares and Avadel ADSs (as applicable), respectively.
- Options become exercisable as to 1,875 ADSs on each of the first four anniversaries after the 02/01/2013 grant date.
- Options become exercisable as to 5,000 ADSs on each of the first four anniversaries after the 12/12/2013 grant date.
- Options become exercisable as to 12,500 ADSs on each of the first four anniversaries after the 12/11/2014 grant date.
- Options become exercisable as to 8,750 ADSs on each of the first four anniversaries after the 12/10/2015 grant date.
- Options become exercisable as to 16,250 ADSs on each of the first four anniversaries after the 12/14/2016 grant date.

**Remarks:**

VP, Supply Chain & Operations. This amendment to the Form 4 filed by the reporting person on January 3, 2017 (the "Original Form 4") is being filed to correct the number of ADSs of the issuer beneficially owned by the reporting person as listed in Column 5 of Table I in the Original Form 4. The number of ADSs beneficially owned as shown in this amendment (56,000) includes 4,000 ADSs of the issuer which were not included on the Original Form 4; the omission of these ADSs from the Original Form 4 was due to an oversight; this inadvertent omission also occurred with respect to 4,000 ADSs of Flamel Technologies S.A. ("Flamel"), the predecessor to the issuer, in the reporting person's Form 3 filed on January 4, 2016 with respect to Flamel, and on each Form 4 filed thereafter by the reporting person with respect to Flamel. Such 4,000 ADSs of Flamel were acquired by the reporting person prior to the date he became obligated to report his beneficial ownership of securities of Flamel.

/s/ Phillandas T. Thompson, as  
attorney-in-fact for Scott      02/15/2017  
Macke

\*\* 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.**