

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

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **January 9, 2016**

AVADEL PHARMACEUTICALS PLC

(Exact name of registrant as specified in its charter)

Ireland
(State or Other Jurisdiction
of Incorporation)

000-28508
(Commission File Number)

Applied For
(I.R.S. Employer
Identification No.)

Block 10-1,
Blanchardstown Corporate Park, Ballycoolin
Dublin 15, Ireland
(Address of Principal Executive Offices)

Not Applicable
(Zip Code)

Registrant's telephone number, including area code: **+353 1 485 1200**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Other Events.

On January 9, 2017, Avadel Pharmaceuticals plc posted an updated corporate presentation to the Events and Presentations section of its investors website. A copy of the Company's complete slide presentation to is being furnished as Exhibit 99.1 to this Current Report on Form 8- K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Avadel Pharmaceuticals plc Corporate Presentation dated as of January 9, 2017.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Avadel Pharmaceuticals plc

By: /s/ Phillandas T. Thompson
Phillandas T. Thompson
Senior Vice President, General Counsel and Corporate Secretary

Date: January 11, 2017

Exhibit Index

99.1 Avadel Pharmaceuticals plc Corporate Presentation dated as of January 9, 2017.



Avadel Pharmaceuticals plc

Corporate Presentation

January 2017

This presentation may include "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. All statements herein that are not clearly historical in nature are forward-looking, and the words "anticipate," "assume," "believe," "expect," "estimate," "plan," "will," "may," and the negative of these and similar expressions generally identify forward-looking statements. All forward-looking statements involve risks, uncertainties and contingencies, many of which are beyond Flamel's control and could cause actual results to differ materially from the results contemplated in such forward-looking statements. These risks, uncertainties and contingencies include the risks relating to: our dependence on a small number of products and customers for the majority of our revenues; the possibility that our Bloxiverz[®], Vazculep[®] and Akovaz[™] products, which are not patent protected, could face substantial competition resulting in a loss of market share or forcing us to reduce the prices we charge for those products; the possibility that we could fail to successfully complete the research and development for the pipeline product we are evaluating for potential application to the FDA pursuant to our "unapproved-to-approved" strategy, or that competitors could complete the development of such product and apply for FDA approval of such product before us; our dependence on the performance of third parties in partnerships or strategic alliances for the commercialization of some of our products; the possibility that our products may not reach the commercial market or gain market acceptance; our need to invest substantial sums in research and development in order to remain competitive; our dependence on certain single providers for development of several of our drug delivery platforms and products; our dependence on a limited number of suppliers to manufacture our products and to deliver certain raw materials used in our products; the possibility that our competitors may develop and market technologies or products that are more effective or safer than ours, or obtain regulatory approval and market such technologies or products before we do; the challenges in protecting the intellectual property underlying our drug delivery platforms and other products; our dependence on key personnel to execute our business plan; the amount of additional costs we will incur to comply with U.S. securities laws as a result of our ceasing to qualify as a foreign private issuer; and the other risks, uncertainties and contingencies described in the Company's filings with the U.S. Securities and Exchange Commission, including our annual report on Form 10-K for the year ended December 31, 2015, all of which filings are also available on the Company's website. Flamel undertakes no obligation to update its forward-looking statements as a result of new information, future events or otherwise, except as required by law.

Investment Highlights

2017 Outlook

- Revenue guidance of \$170 - \$200 million up from \$133 - \$143 million in 2016
- Adjusted diluted EPS of \$0.20 - \$0.35

Phase III Trial

- Phase III trial FT218
 - Current market size > \$1 billion
 - Data expected 1H 2018

Growing Product Portfolio

- 4 branded pediatric products acquired in 1Q 2016
 - 3rd branded hospital product, Akovaz™, launched 3Q 2016
 - File NDA for AV001 in 4Q 2017
 - Actively seeking to acquire products

Strong Financials

- 2016 revenues expected near \$143 million
 - \$149.7 million cash & marketable securities at 9/30/16
 - Cash flow positive
 - No bank debt

January 2017

Corporate Transformation



- Established in 1990 to provide life cycle solutions to large pharma using its polymer-based drug delivery technology



1990

1996

2007

- Coreg CR® using Micropump® received FDA approval (GSK partnered product)



2012



2013



2014



2016



2017

- Acquired Éclat Pharmaceuticals and transitions to specialty pharma model

- FDA approval for Boxiverz®

- FDA approval for Vazculep®
- Moved IP to Irish subsidiary

- FDA approval for Akovaz™
- Acquired FSC Pediatrics
- Phase III Trial for FT218 initiated

- Reincorporated in Ireland
- Avadel established

Management Team

Michael Anderson

Chief Executive Officer

- Appointed CEO in 2012
- Former CEO of Éclat Pharmaceuticals
- Former President & CEO of generics business at KV Pharmaceutical Company
- Former President & CEO of Ther-Rx

Gregory Divis

EVP, Chief Commercial Officer

- Appointed CCO in January 2017
- Former President & CEO of Lumara Health
- VP, Business Development & Lifecycle Management at Sanofi-Aventis
- VP & General Manager, UK and Ireland, for Schering-Plough

Michael Kanan

SVP, Chief Financial Officer

- Appointed in 2015
- Former VP, Finance, Corporate Controller & Chief Accounting Officer at Sigma Aldrich
- Various finance leadership roles Meritor

Phil Thompson

SVP, General Counsel

- Appointed in 2013
- VP, Legal Affairs at West-Ward Pharmaceutical Corp
- VP, General Counsel for Paddock Laboratories
- VP, Strategic Business Transactions & Assistant General Counsel at KV Pharmaceutical Co.

Dhiren D'Silva

SVP, Irish & European Operations

- Appointed in 2015
- Former Sr. Director of International Business Operations at NPS Pharmaceuticals, Inc.
- Served as Director of Business Development for Product Ventures Group at Catalent Pharma

Sandy Hatten

SVP, Quality & Regulatory

- Appointed in 2015
- Former SVP, Quality & Regulatory Compliance at Mallinckrodt plc
- VP, Quality Assurance at KV Pharmaceutical Co
- Director, Quality Assurance at Perrigo

David Monteith

VP, Research & Development

- Appointed in 2014
- Former AVP, Pharmaceutical Development for Emerging Markets at Merck & Co
- Worked at Schering-Plough in various positions from Ass. Director, Pharmaceutical Development to Sr. Director, Product Value Enhancement

Gregg Davis

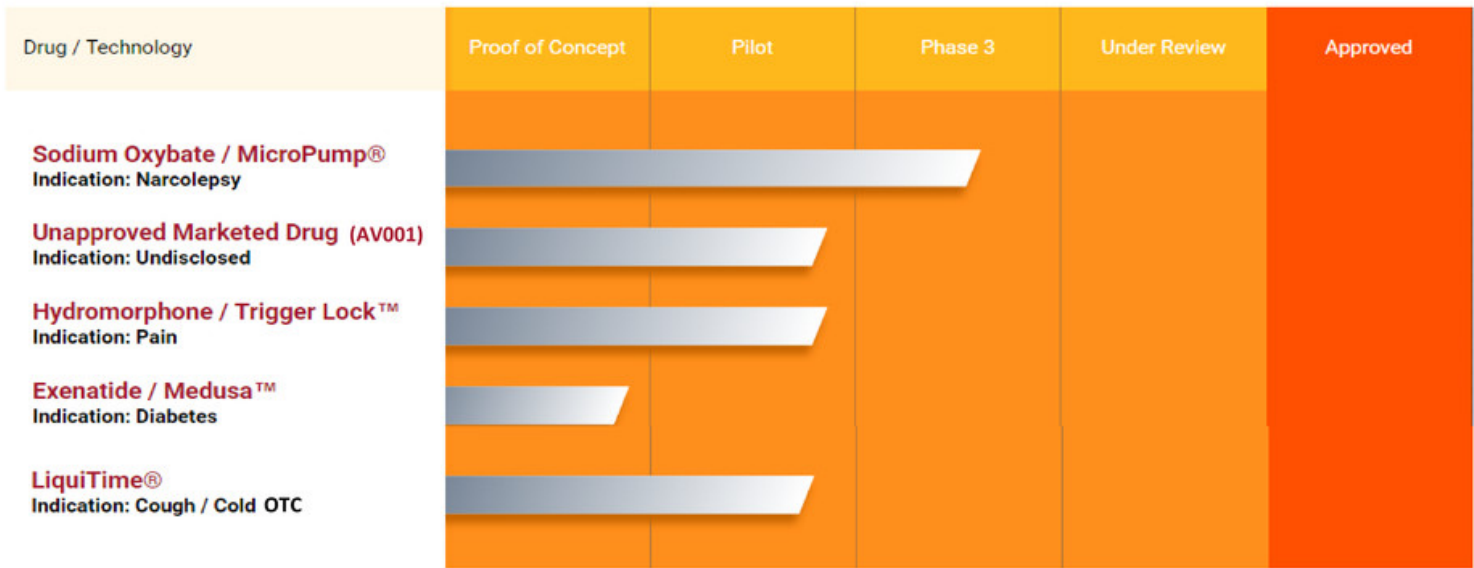
VP, Business Development

- Appointed in 2015
- Previously co-founder & CBO of Flag Therapeutics, Inc.
- Former VP, Corporate Development of Patheon
- Former Director, Worldwide Business Development at GlaxoSmithKline.

2016

- ✓ **Generated total revenue at the top end of guidance: \$133 - \$143 million**
- ✓ **Completed cross-border merger from France to Ireland**
- ✓ **Launched Akovaz™ (approved 4/29/16)**
- ✓ **Integrated pediatric products (acquired 2/8/16)**
- ✓ **Commenced dosing for REST-ON Phase III trial of Micropump® sodium oxybate (FT218)**
- ✓ **Began licensing discussion for Trigger Lock™ & Medusa™ technologies**
- ✓ **Initiated development of 4th unapproved marketed product (UMD), AV001**

Pipeline



Completed feasibility and PK studies for both Medusa™ exenatide and Trigger Lock™ hydromorphone, and actively seeking to out license or divest these platforms*

* Please see our appendix for more details on these technologies

Microparticulate system that allows the development of modified and/or controlled release of solid, oral dosage formulations of drugs

Micropump® Granules:

- Drug granulate or layered neutral core
- Polymer coating
- Consists of multiple-dose system containing from 5,000 – 50,000 micro particles



Coating:

- Diffusion control
- pH independent/dependent
- Film integrity preserved during GI track transit

Validated Technology

- Allows achievement of precise pharmacokinetic profiles through extended and/or delayed release of single or combinations of drugs
- Formats include tablets, capsules, sachet, or liquids (LiquiTime®)
- Technology validated in 2006 through approval in GSK's COREG CR (Carvedilol)

STILL NO GENERIC TO COREG CR

Phase III Clinical Trial of Micropump® Sodium Oxybate (FT218) Initiated 2H 2016

Potential Advantages

- Intended for development of modified/controlled release liquid formulations for patients having issues swallowing tablets/capsules
- Not limited to working solely with ionic drugs as with resin-complex based technologies
- Easy-to-swallow, good mouthfeel, taste-masked and dosing flexibility



Out licensed rights to Perrigo for OTC cough / cold products, and internally conducting feasibility assessment on a number of Rx products

Narcolepsy Overview

A sleep disorder, involving irregular patterns in Rapid Eye Movement (REM) sleep and significant disruptions of the normal sleep/wake cycle



~ 25%



- Estimated ~ 200,000 Americans suffer from Narcolepsy*

- Prevalent symptoms include Excessive Daytime Sleepiness (EDS) and Cataplexy*

- Only 25% of people with narcolepsy have been diagnosed and are receiving treatment*

- ~12,800 of diagnosed patients treated with sodium oxybate**

- Sodium oxybate (Xyrem®) dosed 2x / night – totaling 9g - only drug indicated for BOTH EDS and Cataplexy***

- Xyrem® expected to generate between \$1.1 - \$1.125 billion in revenue in 2016**

*Narcolepsy Network foundation <http://narcolepsynetwork.org/about-narcolepsy/>

**Jazz Pharmaceuticals plc 3Q2016 Earnings Conference Call

*** Xyrem prescribing information

FT218: Potential for Improved Treatment

FT218: Once-nightly formulation of sodium oxybate utilizing Avadel's proprietary extended-release Micropump[®] micro/nano particle technology for oral suspension

Studied in 40 healthy volunteers:

- ✓ Comparable AUC as Xyrem[®] on dose-for-dose basis
- ✓ Similar onset of action to Xyrem[®]
- ✓ Similar blood levels at hrs 7-8
- ✓ Slightly lower C-max



FT218 potential to provide:

- One single dose at bedtime
- Possible reduction of sleep disruption
- Potential for additional benefits, including improved safety

Goal: Provide 7-8 hours of restful sleep and effective relief of EDS and Cataplexy with a single dose of medication



REST-ON Phase III Clinical Trial

Double-Blind, Randomized, Placebo-Controlled, Study to Assess Safety and Efficacy of Once Nightly Sodium Oxybate (FT218) for the Treatment of Excessive Daytime Sleepiness (EDS) and Cataplexy in Patients with Narcolepsy



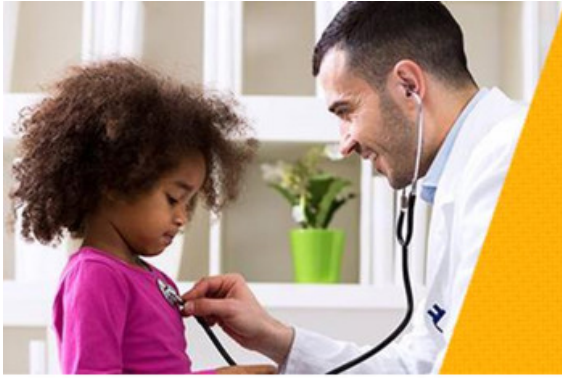
Trial Design*

- 264 Patients, ages 16 +
- 50 – 60 Clinical sites across US, Canada, Western Europe
- Patients must be sodium oxybate naive
- Efficacy measured by Maintenance of Wakefulness Test (MWT) and Clinical Global Impression (CGI) rating of sleepiness
- Efficacy assessed at doses of 6.0g , 7.5g and 9g

Key Milestones

- First clinical sites initiated in September 2016
- First patient dosed in December 2016
- Target enrollment completion December 2017
- Data lock expected end of 1Q 2018
- NDA filing date expected in 2H 2018

*For more details, please see <https://clinicaltrials.gov/ct2/show/NCT02720744?term=flamel&rank=1>



Current Product Portfolio



Hospital Products



Pediatric Products

First to gain FDA Approval for neostigmine, ephedrine and full-line phenylephrine



Akovaz™ (ephedrine sulfate injection)

- Market volume ~ 7 million vials / year

Bloxiverz® (neostigmine methylsulfate injection)

- Market volume ~ 4 million vials / year



Vazculep® (phenylephrine hydrochloride)

- Market volume
1mL vial – 5.7 million 5mL vial – 1.2 M 10mL vial – 0.2 million

Hospital products generated \$100.7 million in revenue through 9/30/16

For full prescribing information on these products, please see the appendix.

Karbinal^{ER}
(carbinoxamine maleate) extended-release
oral suspension | 4mg/5mL

CEFACTOR
For Oral Suspension, USP
125 mg/5 mL • 250 mg/5 mL • 375 mg/5 mL

**AcipHex[®]
Sprinkle[™]**
(rabeprazole sodium)
Delayed-Release
Capsules

flexichamber[®]
Anti-static Valved Collapsible Holding Chamber Rx Only

- Acquired 3 commercial stage pediatric-focused products (February 2016)
- *Flexichamber[®]* launch planned for the end of 1Q 2017
- Actively seeking to acquire additional products to fold into sales force



For full prescribing information on these products, please see the appendix.

January 2017

Technology	U.S.	Europe
Micropump®	July 2027	July 2023
LiquiTime®	September 2025	April 2023
Trigger Lock™	April 2027	May 2026 (pending)
Medusa™	June 2031	June 2027 (pending)

Product	U.S.
Karbinal™ ER	March 2029
Flexichamber®	March 2028

Product specific IP combined with platform IP extends patent life

Non GAAP Financial Results



(in \$000s)

	Nine months ended September 30,		Difference Year/Year
	2016	2015	
Total revenue	107,161	128,441	(21,280)
Cost of products and services sold (3rd Party)	9,132	8,473	659
<i>Intercompany cost of products sold</i>	-	-	-
Cost of products and services sold	9,132	8,473	659
Research and development expenses	21,135	20,447	688
Selling, general and administrative expenses	33,491	14,904	18,587
Intangible asset amortization	-	-	-
Changes in fair value of related party contingent consideration	19,321	23,923	(4,602)
Loss on early repayment of related party acquisition-related note	-	-	-
Total operating expenses	83,079	67,747	15,332
			-
Operating income (loss)	24,082	60,694	(36,612)
			-
<i>Interest & Other Expense (net)</i>	<i>(2,240)</i>	<i>(2,120)</i>	
Income (loss) before income taxes	21,842	58,574	(36,732)
			-
Income tax provision	24,485	27,604	(3,119)
			-
Net Loss	\$ (2,643)	\$ 30,971	\$ (33,613)
			0
Net loss per share - Diluted	\$ (0.06)	\$ 0.77	\$ (0.83)

*Reconciliations from GAAP to Non-GAAP can be found in the appendix

January 2017

Cash Flow Summary



(in \$000s)

	<u>Nine Months Ended September 30,</u>	
	<u>2016</u>	<u>2015</u>
<u>TOTAL Cash and Marketable Securities</u>		
Beginning Balance	\$ 144,802	\$ 92,834
Operating Cash Flows (excluding tax and earnout/royalty payments)	49,639	92,277
Tax Payments	(22,200)	(34,382)
Earnout/Royalty Payments	(24,229)	(17,655)
Repayment of Debt	-	(4,904)
Issuance of Ordinary Shares and Warrants	-	6,990
FX & Other, net	1,655	(6,788)
<i>Change in Total</i>	4,865	35,538
Ending Balance	\$ 149,667	\$ 128,372

Balance sheet remains strong with no bank debt and \$149.7 million in cash and marketable securities

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Phase III Trial

- Phase III trial FT218
 - Current market size > \$1 billion
 - Data expected 1H 2018

Growing Product Portfolio

- 4 branded pediatric products acquired in 1Q 2016
 - 3rd branded hospital product, Akovaz™, launched 3Q 2016
 - File NDA for AV001 4Q
 - Actively seeking to acquire products

Strong Financials

- 2016 revenues expected near \$143 million
 - \$149.7 million cash & marketable securities at 9/30/16
 - Cash flow positive
 - No bank debt

January 2017



Appendix

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GAAP to Non-GAAP Adjustments



Nine months ended September 30, 2016

(in thousands - US\$)

	GAAP	Adjustments					Total Adjustments	NON-GAAP
		Exclude			Include			
		Intangible asset amortization	Foreign exchange (gain)/loss	Purchase accounting adjustments - FSC	Contingent related party payable fair value remeasurements	Contingent related party payable paid/accrued		
Product sales and services	\$ 104,858	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 104,858
License and research revenue	2,303	-	-	-	-	-	-	2,303
Total revenue	107,161	-	-	-	-	-	-	107,161
Cost of products and services sold (3rd Party)	10,657	-	-	(1,525)	-	-	(1,525)	9,132
Intercompany cost of products sold	-	-	-	-	-	-	-	-
Cost of products and services sold	10,657	-	-	(1,525)	-	-	(1,525)	9,132
Research and development expenses	21,135	-	-	-	-	-	-	21,135
Selling, general and administrative expenses	33,491	-	-	-	-	-	-	33,491
Intangible asset amortization	10,918	(10,918)	-	-	-	-	(10,918)	-
Changes in fair value of related party contingent consideration	52,989	-	-	-	(52,989)	19,321	(33,668)	19,321
Total operating expenses	129,190	(10,918)	-	(1,525)	(52,989)	19,321	(46,111)	83,079
Operating income (loss)	(22,029)	10,918	12	1,525	52,989	(19,321)	46,111	24,082
Investment Income	1,080	-	-	-	-	-	-	1,080
Interest Expense	(702)	-	-	-	-	-	-	(702)
Other Expense - changes in fair value of related party payable	(6,135)	-	-	-	6,135	(2,618)	3,517	(2,618)
Foreign exchange gain (loss)	(12)	-	12	-	-	-	12	-
Income (loss) before income taxes	(27,798)	10,918	12	1,525	59,124	(21,939)	49,640	21,842
Income tax provision	18,212	3,920	-	533	2,986	(1,165)	6,273	24,485
Income Tax Rate	(66%)	36%	-	35%	5%	5%	13%	112%
Net Loss	\$ (46,010)	\$ 6,998	\$ 12	\$ 992	\$ 56,138	\$ (20,774)	\$ 43,367	\$ (2,643)
Net loss per share - Diluted	\$ (1.12)	\$ 0.17	\$ -	\$ 0.02	\$ 1.36	\$ (0.50)	\$ 1.05	\$ (0.06)

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GAAP to Non-GAAP Adjustments



Nine months ended September 30, 2015

(in thousands - USD\$)

	GAAP	Adjustments				Total Adjustments	NON-GAAP
		Exclude		Include			
		Intangible asset amortization	Foreign exchange (gain)/loss	Contingent related party payable fair value remeasurements	Contingent related party payable paid/accrued		
Product sales and services	\$ 128,441	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 128,441
License and research revenue	-	-	-	-	-	-	-
Total revenue	128,441	-	-	-	-	-	128,441
Cost of products and services sold	8,473	-	-	-	-	-	8,473
Research and development expenses	20,447	-	-	-	-	-	20,447
Selling, general and administrative expenses	14,904	-	-	-	-	-	14,904
Intangible asset amortization	9,423	(9,423)	-	-	-	(9,423)	-
Changes in fair value of related party contingent consideration	82,036	-	-	(82,036)	23,923	(58,113)	23,923
Total operating expenses	135,283	(9,423)	-	(82,036)	23,923	(67,536)	67,747
Operating income (loss)	(6,842)	9,423	-	82,036	(23,923)	67,536	60,694
Investment Income	1,171	-	-	-	-	-	1,171
Interest Expense	-	-	-	-	-	-	-
Other Expense - changes in fair value of related party payable	(9,629)	-	-	9,629	(3,291)	6,338	(3,291)
Foreign exchange gain (loss)	8,096	-	(8,096)	-	-	(8,096)	-
Income (loss) before income taxes	(7,204)	9,423	(8,096)	91,665	(27,214)	65,778	58,574
Income tax provision	24,516	3,298	(2,429)	3,370	(1,152)	3,088	27,604
Income Tax Rate	(340%)	35%	30%	4%	4%	5%	47%
Net Loss	\$ (31,720)	\$ 6,125	\$ (5,667)	\$ 88,295	\$ (26,062)	\$ 62,691	\$ 30,971
Net loss per share - Diluted	\$ (0.79)	\$ 0.15	\$ (0.14)	\$ 2.19	\$ (0.64)	\$ 1.56	\$ 0.77

January 2017

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Two pilot PK studies comparing 3 Trigger Lock hydromorphone (FT227) prototypes to comparator product, Journista® at a dose of 32mg

FT227 PK Results

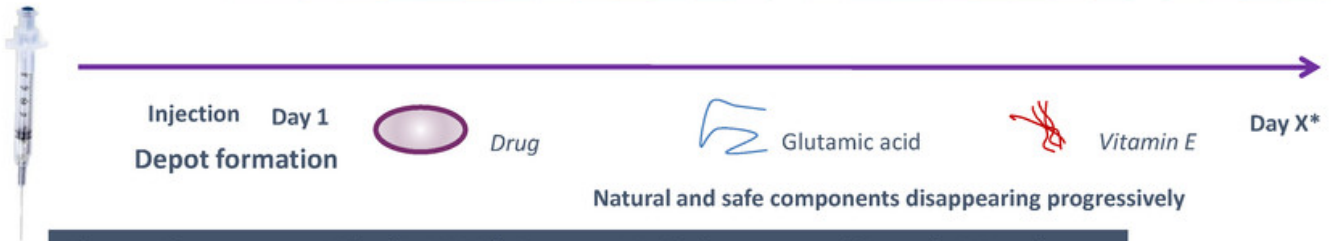
- Studied in 30 healthy volunteers
 - Fasted condition: 16 subjects
 - Fed condition: 14 subjects
- No safety or tolerability issue observed
- Bioequivalence on Cmax and AUC is achieved in fasted state
- Bioequivalence on AUC is achieved in fed state
- No Food Effect expected

Data on file

Potential to Enable

- Sustained release Micropump®- based particles that are resistant to crushing
- Resistance of drug extraction through alcohol, water and other mediums
- Prevention of abuse by injection through use of viscosifying ingredients
- Preservation of the drug's bioavailability

Release of the unmodified drug by diffusion, disaggregation of the depot and competition with endogenous proteins over several days



Phase Ib – exenatide (FT228) in type II diabetes mellitus (T2DM)

- Demonstrated safety up to 4 weekly administrations of 140 mcg dose in 12 T2DM patients, 30 healthy volunteers administered with escalating doses up to 140 mcg
- 1st administration lead to continuous release of exenatide observed over 14 day period with relative bioavailability close to 100%.
- All biomarkers and surrogate endpoints consistent with effective exenatide after 4 weekly administrations
- PD performance of exenatide is comparable to marketed products, Victoza® (liraglutide IR gold standard) and Bydureon® (exenatide SR), on primary (FPG and HbA1c) and secondary (body weight) therapeutic measures

Data on file

*By adjusting polymer concentration and/or ions content

January 2017

Please click below or visit our websites for full prescribing and safety information for our marketed products

[Bloxiverz[®]](http://www.bloxiverz.com)
www.bloxiverz.com

[Vazculep[®]](http://www.vazculep.com)
www.vazculep.com

[Akovaz[™]](http://www.akovaz.com)
www.akovaz.com

[Karbinal[™] ER](http://www.karbinaler.com)
www.karbinaler.com

[Aciphex[®] Sprinkle[™]](http://www.aciphexsprinkle.com)
<http://www.aciphexsprinkle.com>

[Cefaclor](http://cefaclororal.com)
<http://cefaclororal.com>

[Flexichamber[®]](http://flexichamber.com)
<http://flexichamber.com>

