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EAGLE PHARMACEUTICALS, INC.

Form 3

February 11, 2014

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

OMB APPROVAL

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SECURITIES

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement EAGLE PHARMACEUTICALS, INC. [EGRX] Krill Steven L. (Month/Day/Year) 02/11/2014 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) C/O EAGLE (Check all applicable) PHARMACEUTICALS, INC., Â 50 TICE BLVD., SUITE 10% Owner Director 315 _X__ Officer Other (give title below) (specify below) (Street) 6. Individual or Joint/Group Chief Scientific Officer Filing(Check Applicable Line) _X_ Form filed by One Reporting Person WOODCLIFF Form filed by More than One LAKE. NJÂ 07677 Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: Direct (D)

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

3. Title and Amount of 1. Title of Derivative Security 2. Date Exercisable and 4. 6. Nature of Indirect 5. **Expiration Date** Securities Underlying Ownership Beneficial Ownership (Instr. 4) Conversion (Month/Day/Year) Derivative Security or Exercise Form of (Instr. 5) (Instr. 4) Price of Derivative Derivative Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	(1)	09/25/2021	Common Stock	7,800	\$ 8.78	D	Â
Stock Option (right to buy)	(2)	07/11/2022	Common Stock	5,460	\$ 8.78	D	Â
Stock Option (right to buy)	(3)	04/18/2023	Common Stock	21,917	\$ 4.42	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
FB	Director	10% Owner	Officer	Other		
Krill Steven L.						
C/O EAGLE PHARMACEUTICALS, INC.	â	â	Chief Scientific Officer	Â		
50 TICE BLVD., SUITE 315	A	А	A Ciliei Scientific Officei	А		
WOODCLIFF LAKE, NJ 07677						

Signatures

/s/ Scott Tarriff, Attorney-In-Fact 02/11/2014

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) 25% of the shares subject to the option vest on October 26, 2012 and the remainder shall vest in equal monthly installments over a period of three years.
- (2) 25% of the shares subject to the option vest on July 12, 2013 and the remainder shall vest in equal monthly installments over a period of three years.
- (3) 25% of the shares subject to the option vest on April 19, 2014 and the remainder shall vest in equal monthly installments over a period of three years.

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.

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