

EAGLE PHARMACEUTICALS, INC.  
Form SC 13G  
February 17, 2015

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**SCHEDULE 13G**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

Eagle Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock, \$0.001 par value

(Title of Class of Securities)

269796 108

(CUSIP Number)

December 31, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see the Notes*).

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1.	Names of Reporting Persons	
	Scott Tarriff	
2.	Check the Appropriate Box if a Member of a Group (see instructions)	
	(a)	..
	(b)	..
3.	SEC USE ONLY	
4.	Citizenship or Place of Organization	
	New Jersey	
Number of  Shares  Beneficially  Owned by  Each  Reporting  Person With:	5.	Sole Voting Power  1,761,720 <sup>1</sup>
	6.	Shared Voting Power  176,361 <sup>2</sup>
	7.	Sole Dispositive Power  1,761,720 <sup>1</sup>
	8.	Shared Dispositive Power  176,361 <sup>2</sup>
9.	Aggregate Amount Beneficially Owned by Each Reporting Person	
	1,938,081 <sup>3</sup>	

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10.	Check if the Aggregate Amount in Row (9) Excludes Certain Shares (see instructions)	..
11.	Percent of Class Represented by Amount in Row 9  13.64	
12.	Type of Reporting Person (see instructions)  IN	

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1 Includes 268,459 shares subject to options exercisable within 60 days of February 17, 2015.

2 Includes 176,361 shares held by Janney Montgomery Scott LLC CUST FBO Scott Tarrif IRA (the Trust ). Mr. Tarriff is a trustee of the Trust and, as such, may be deemed to share voting and dispositive power with respect to all shares held by the Trust.

3 Includes 268,459 shares subject to options exercisable within 60 days of February 17, 2015 and 176,361 shares held by the Trust.

4 The beneficial ownership percentage is based upon 14,032,167 shares of common stock, par value \$0.001 ( Common Shares ), of Eagle Pharmaceuticals, Inc., a Delaware corporation (the Company ), deemed issued and outstanding as of December 17, 2014 based on information reported by the Company in its Annual Report on Form 10-K for the fiscal year ended September 30, 2014, filed with the Securities and Exchange Commission on December 22, 2014.

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**Item 1(a).** Name of Issuer:

Eagle Pharmaceuticals, Inc. (the Company )

**Item 1(b).** Address of Issuer's Principal Executive Offices:

50 Tice Boulevard, Suite 315

Woodcliff Lake, NJ 07677

**Item 2(a).** Name of Person Filing:

Scott Tarriff

**Item 2(b).** Address of Principal Business Office or, if none, Residence:

The address for the principal business office of Scott Tarriff is:

50 Tice Boulevard, Suite 315

Woodcliff Lake, NJ 07677

**Item 2(c).** Citizenship:

United States

**Item 2(d).** Title of Class of Securities:

Common Stock, par value \$0.001

**Item 2(e).** CUSIP Number:

269796108

**Item 3.** If this statement is filed pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) .. Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);
  - (b) .. Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
  - (c) .. Insurance company as defined in section 3(a)19) of the Act (15 U.S.C. 78c);
  - (d) .. Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
  - (e) .. An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
  - (f) .. An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
  - (g) .. A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
  - (h) .. A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
  - (i) .. A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
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- (j) " A non-U.S. institution in accordance with §240.13d 1(b)(1)(ii)(J);
- (k) " Group, in accordance with §240.13d 1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with §240.13d 1(b)(1)(ii)(J), please specify the type of institution:

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount Beneficially Owned: 1,938,081<sup>1</sup>
- (b) Percent of Class: 13.62
- (c) Number of shares as to which the person has:
  - (i) Sole power to vote or to direct the vote: 1,761,720<sup>3</sup>
  - (ii) Shared power to vote or to direct the vote: 176,361<sup>4</sup>
  - (iii) Sole power to dispose or to direct the disposition of : 1,761,720<sup>3</sup>
  - (iv) Shared power to dispose or to direct the disposition of: 176,361<sup>4</sup>

**Item 5. Ownership of 5 Percent or Less of a Class**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following " .

**Item 6. Ownership of More than 5 Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**

Not applicable.

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4 Includes 176,361 shares held by the Trust.

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**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of a Group**

Not applicable.

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**Certification**

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 17, 2015

Date

/s/ Scott Tarriff

Scott Tarriff

**Attention:**  
**18 U.S.C. 1001)**

**Intentional misstatements or omissions of fact constitute Federal criminal violations (See**

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