

HORIZON PHARMA, INC.
Form SC 13G
May 01, 2014

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

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No.)***

Horizon Pharma, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

44047T109

(CUSIP Number)

December 31, 2013

(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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CUSIP No. 44047T109

1. Names of Reporting Persons.
Sutter Hill Ventures, a California Limited Partnership
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
California, USA
- | | | |
|---|----|--------------------------------------|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
3,296,728* |
| | 6. | Shared Voting Power
-0- |
| | 7. | Sole Dispositive Power
3,296,728* |
| | 8. | Shared Dispositive Power
-0- |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,296,728
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.0%
12. Type of Reporting Person (See Instructions)
PN

* See Appendix A, Note 1.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
David L. Anderson
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
181,419* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
181,419* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,478,147
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.2%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 3.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
G. Leonard Baker, Jr.
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
270,913* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
270,913* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,567,641
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.4%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 4.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
William H. Younger, Jr.
 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
USA
- | | | | |
|---|----|--|---|
| | 5. | | Sole Voting Power
320,144* |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 6. | | Shared Voting Power
3,296,728** |
| | 7. | | Sole Dispositive Power
320,144* |
| | 8. | | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,616,872
 10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
 11. Percent of Class Represented by Amount in Row (9)
5.4%
 12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 5.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
Tench Coxe
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
588,898* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
588,898* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,885,626
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.9%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 6.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
James C. Gaither
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
56,922* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
56,922* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,353,650
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.1%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 7.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
James N. White
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
76,727* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
76,727* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,373,455
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.1%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 8.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
Jeffrey W. Bird
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
230,092* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
230,092* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,526,820
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.3%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 9.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

- | | | |
|-----|---|---|
| 1. | Names of Reporting Persons.
David E. Sweet | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | (a) <input type="radio"/> | o |
| | (b) <input checked="" type="radio"/> | x |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization
USA | |
| 5. | Sole Voting Power
35,658* | |
| 6. | Shared Voting Power
3,296,728** | |
| 7. | Sole Dispositive Power
35,658* | |
| 8. | Shared Dispositive Power
3,296,728** | |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
3,332,386 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | |
| 11. | Percent of Class Represented by Amount in Row (9)
5.0% | |
| 12. | Type of Reporting Person (See Instructions)
IN | |

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

* See Appendix A, Note 10.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
Andrew T. Sheehan
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
8,010* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
8,010* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,304,738
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.0%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 11.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

- | | | |
|-----|---|---|
| 1. | Names of Reporting Persons.
Michael L. Speiser | |
| 2. | Check the Appropriate Box if a Member of a Group (See Instructions) | |
| | (a) <input type="radio"/> | o |
| | (b) <input checked="" type="radio"/> | x |
| 3. | SEC Use Only | |
| 4. | Citizenship or Place of Organization
USA | |
| 5. | Sole Voting Power
5,471* | Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With |
| 6. | Shared Voting Power
3,296,728** | |
| 7. | Sole Dispositive Power
5,471* | |
| 8. | Shared Dispositive Power
3,296,728** | |
| 9. | Aggregate Amount Beneficially Owned by Each Reporting Person
3,302,199 | |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | |
| 11. | Percent of Class Represented by Amount in Row (9)
5.0% | |
| 12. | Type of Reporting Person (See Instructions)
IN | |

* See Appendix A, Note 12.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
Stefan A. Dyckerhoff
 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
German citizen (U.S. permanent resident)
- | | | | |
|---|---|--|---|
| | 5. | | Sole Voting Power
10,389* |
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 6. | | Shared Voting Power
3,296,728** |
| | 7. | | Sole Dispositive Power
10,389* |
| | 8. | | Shared Dispositive Power
3,296,728** |
| | 9. | Aggregate Amount Beneficially Owned by Each Reporting Person | 3,307,117 |
| 10. | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) <input type="radio"/> | | |
| 11. | Percent of Class Represented by Amount in Row (9)
5.0% | | |
| 12. | Type of Reporting Person (See Instructions)
IN | | |

* See Appendix A, Note 13.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

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CUSIP No. 44047T109

1. Names of Reporting Persons.
Samuel J. Pullara III
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
USA
- | | | |
|---|----|---|
| Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With | 5. | Sole Voting Power
10,389* |
| | 6. | Shared Voting Power
3,296,728** |
| | 7. | Sole Dispositive Power
10,389* |
| | 8. | Shared Dispositive Power
3,296,728** |
9. Aggregate Amount Beneficially Owned by Each Reporting Person
3,307,117
10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)
11. Percent of Class Represented by Amount in Row (9)
5.0%
12. Type of Reporting Person (See Instructions)
IN

* See Appendix A, Note 14.

** Comprised of shares (and shares of common stock issuable upon exercise of warrants that are exercisable within 60 days after 12/31/13) owned by Sutter Hill Ventures, a California Limited Partnership. See Appendix A.

Item 1.

- (a) Name of Issuer
Horizon Pharma, Inc.
- (b) Address of Issuer's Principal Executive Offices
520 Lake Cook Road, Suite 520, Deerfield, IL 60015

Item 2.

- (a) Name of Person Filing
See Appendix A; Appendix A is hereby incorporated by reference
- (b) Address of Principal Business Office or, if none, Residence
See Appendix A
- (c) Citizenship
See Appendix A
- (d) Title of Class of Securities
Common Stock
- (e) CUSIP Number
44047T109

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);
 - (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).
N/A

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:

See Appendix A, which is hereby incorporated by reference and related pages 2 to 14
- (b) Percent of class:

See Appendix A, which is hereby incorporated by reference and related pages 2 to 14
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote

 - (ii) Shared power to vote or to direct the vote

 - (iii) Sole power to dispose or to direct the disposition of

 - (iv) Shared power to dispose or to direct the disposition of

*** See Appendix A, which is hereby incorporated by reference and related pages 2 to 14. Messrs. Anderson, Baker, Younger, Cox, Gaither, White, Bird, Sweet, Sheehan, Speiser, Dyckerhoff and Pullara are Managing Directors of the General Partner of Sutter Hill Ventures, a California Limited Partnership, and as such, they share voting and dispositive power over the shares held by the partnership. All ownership information is presented as of December 31, 2013.

Item 5. Ownership of Five 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 five percent of the class of securities, check the following .

N/A

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

N/A

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

N/A

Item 8. Identification and Classification of Members of the Group

See Appendix A

Item 9. Notice of Dissolution of Group

N/A

Item 10.

N/A

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.

5/1/2014

Date

Sutter Hill Ventures, a California Limited Partnership

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Jeffrey W. Bird, Managing Director of the General Partner

/s/Robert Yin

Robert Yin, Attorney-in-Fact for David L. Anderson

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for G. Leonard Baker, Jr.

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for William H. Younger, Jr.

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Tench Coxé

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for James C. Gaither

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for James N. White

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Jeffrey W. Bird

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for David E. Sweet

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Andrew T. Sheehan

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Michael L. Speiser

/s/ Robert Yin

Robert Yin, Attorney-in-Fact for Stefan A. Dyckerhoff

/s/ Robert Yin
Robert Yin, Attorney-in-Fact for Samuel J. Pullara III

APPENDIX A TO SCHEDULE 13G HORIZON PHARMA, INC.

Name of Originator	Aggregate Number of Shares Beneficially Owned as of December 31, 2013		% of Total Shares
	Individual	Aggregate	
Sutter Hill Ventures, a California Limited Partnership	3,296,728	Note 1	5.0%
David L. Anderson	181,419	Note 3	0.3%
		3,478,147 Note 2	5.2%
G. Leonard Baker, Jr.	270,913	Note 4	0.4%
		3,567,641 Note 2	5.4%
William H. Younger, Jr.	320,144	Note 5	0.5%
		3,616,872 Note 2	5.4%
Tench Coxe	588,898	Note 6	0.9%
		3,885,626 Note 2	5.9%
James C. Gaither	56,922	Note 7	0.1%
		3,353,650 Note 2	5.1%
James N. White	76,727	Note 8	0.1%
		3,373,455 Note 2	5.1%
Jeffrey W. Bird	230,092	Note 9	0.3%
		3,526,820 Note 2	5.3%
David E. Sweet	35,658	Note 10	0.1%
		3,332,386 Note 2	5.0%
Andrew T. Sheehan	8,010	Note 11	0.0%
		3,304,738 Note 2	5.0%
Michael L. Speiser	5,471	Note 12	0.0%
		3,302,199 Note 2	5.0%
Stefan A. Dyckerhoff	10,389	Note 13	0.0%
		3,307,117 Note 2	5.0%
Samuel J. Pullara III	10,389	Note 14	0.0%