

| OMB APPROVAL                                 |           |
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**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

|   |   |   |
|---|---|---|
| 1. Name and Address of Reporting Person*<br><u>Glass Geoffrey Michael</u><br><br>(Last) (First) (Middle)<br><u>C/O AVADEL PHARMACEUTICALS PLC</u><br><u>10 EARLSFORT TERRACE</u><br><br>(Street)<br><u>DUBLIN 2 L2 D02 T380</u><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>AVADEL PHARMACEUTICALS PLC [ AVDL ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br>Officer (give title below) Other (specify below) |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>07/30/2024</u>                     |   |
|   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                  |   |

**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 |   |  |   |
| Ordinary Shares                 | 07/30/2024                           |  | A                              |   | 11,000 <sup>(1)</sup>   | A          | \$0   | 11,000  | D  |   |
| Ordinary Shares                 |                                      |  |                                |   |   |            |       | 59,000  | I  | By Trust <sup>(2)</sup>                               |
| Ordinary Shares                 |                                      |  |                                |   |   |            |       | 65,700  | I  | By Trust <sup>(3)</sup>                               |

**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)                | \$16.32  | 07/30/2024                           |  | A                              |   | 11,000   |     | (4)  | 07/30/2034      | Ordinary Shares   | 11,000                                     | \$0  | 11,000  | D  |       |

**Explanation of Responses:**

- Represents restricted share units ("RSUs"). Each RSU represents the contingent right to receive one Ordinary Share upon vesting and settlement. The RSUs shall vest in full on the earlier to occur of (a) July 30, 2025 or (b) the date of the next annual general meeting of shareholders following the date of grant, subject to the Reporting Person's continued service at such time.
- These Ordinary Shares are held by The Geoffrey Glass Trust of which the Reporting Person is a co-trustee. The Reporting Person is the sole beneficiary of the trust.
- These Ordinary Shares are held by Geoffrey M. Glass Revocable Trust U/T/D August 26, 2020 of which the Reporting Person is trustee. The Reporting Person and members of his immediate family are the sole beneficiaries of the trust.
- The options shall vest in full on the earlier to occur of (a) July 30, 2025 or (b) the date of the next annual general meeting of shareholders following the date of grant, subject to the Reporting Person's continued service at such time.

/s/ Jerad G. Seurer, as  
Attorney-in-Fact

08/01/2024

\*\* 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.