Jazz Pharmaceuticals plc Form SC 13G/A February 01, 2012

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(b)

(Amendment No. 3)¹

Jazz Pharmaceuticals, Inc.

(Name of Issuer)

Common Stock (Title of Class of Securities)

472147 10 7 (CUSIP Number)

December 31, 2011 (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)
x 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).

CUS	IP No.	4721	47 10 7 13G
1.			porting Person fication No. of Above Persons (Entities Only)
2.	KKR Check	the A	LLC appropriate Box if a Member of a Group) x
3.	SEC U	se Oı	nly
4. Citizenship or Place of Organization			
	Delav		Sole Voting Power
Sl	mber of hares eficially	6.	10,504,338 shares (including warrants to purchase 597,837 shares) Shared Voting Power
F	ned By Each corting	7.	-0- Sole Dispositive Power
	erson With	8.	10,504,338 shares (including warrants to purchase 597,837 shares) Shared Dispositive Power
9.	Aggreg	gate A	-0- Amount Beneficially Owned by Each Reporting Person
	10,50	4,33	8 shares (including warrants to purchase 597,837 shares)

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

3

24.6%*

12. Type of Reporting Person

00

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 2 of 35 pages.

CUS	IP No.	472 1	47 10 7 13G
1.			eporting Person
	1.K.S. 1	uem	ification No. of Above Persons (Entities Only)
2.			Ilennium Fund L.P. Appropriate Box if a Member of a Group
	(a) "	(b) x
3.	SEC Us	se O	nly
4.	Citizen	ship	or Place of Organization
	Delaw		Sole Voting Power
Nun	nber of		-0-
	nares	6.	
	eficially ned By		
	Each	7.	10,504,338 shares (including warrants to purchase 597,837 shares) Sole Dispositive Power
Rep	orting		
	erson	8.	-0- Shared Dispositive Power
V	Vith		
9.	Aggreg	ate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person

10,504,338 shares (including warrants to purchase 597,837 shares)

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

24.	6	0%	*

12. Type of Reporting Person

PN

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 3 of 35 pages.

1.			eporting Person ification No. of Above Persons (Entities Only)
2.		the A	Sociates Millennium L.P. Appropriate Box if a Member of a Group (a) x
3.	SEC U	se O	nly
4. Citizenship or Place of Organization		or Place of Organization	
	Delav		e Sole Voting Power
S	mber of hares eficially	6.	-0- Shared Voting Power
	ned By	7.	10,504,338 shares (including warrants to purchase 597,837 shares) Sole Dispositive Power
Po	porting erson With	8.	-0- Shared Dispositive Power
9.	Aggreg	gate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person

10,504,338 shares (including warrants to purchase 597,837 shares)

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

CUSIP No. 472147 10 7

12. Type of Reporting Person

PN

Page 4 of 35 pages.

^{*} Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

CUS	CUSIP No. 472147 10 7 13G				
1.			porting Person ification No. of Above Persons (Entities Only)		
2.		he A	Illennium GP LLC appropriate Box if a Member of a Group) x		
3.	SEC Us	se Oı	nly		
4.	Citizens	ship	or Place of Organization		
	Delaw		Sole Voting Power		
Nur	nber of				
Sl	hares	6.	-0- Shared Voting Power		
Bene	eficially				
Ow	ned By		10,504,338 shares (including warrants to purchase 597,837 shares)		
E	Each	7.	Sole Dispositive Power		
Rep	oorting				
	erson With	8.	-0- Shared Dispositive Power		
9.	Aggreg	ate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person		

10,504,338 shares (including warrants to purchase 597,837 shares) 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

24.6%*

12. Type of Reporting Person

00

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 5 of 35 pages.

CUS	IP No.	4721	47 10 7 13G
1.	Name o	of Re	eporting Person
	I.R.S. I	denti	ification No. of Above Persons (Entities Only)
2.			nd Holdings L.P. Appropriate Box if a Member of a Group
	(a) "	(b) x
3.	SEC U	se O	nly
4.	Citizen	ship	or Place of Organization
	Caym	an 5.	Islands Sole Voting Power
Nun	nber of		
Sł	nares	6.	-0- Shared Voting Power
Bene	eficially		
Owı	ned By		10,504,338 shares (including warrants to purchase 597,837 shares)
E	Each	7.	Sole Dispositive Power
Rep	orting		
Pe	erson	8.	-0- Shared Dispositive Power
V	Vith		
9.	Aggreg	ate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person

10,504,338 shares (including warrants to purchase 597,837 shares)

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

24.6%*

12. Type of Reporting Person

PN

Page 6 of 35 pages.

^{*} Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

CUSIP	No. 4	4721	47 10 7 13G
1. N	ame o	f Re	porting Person
I.1	R.S. Id	denti	fication No. of Above Persons (Entities Only)
			nd Holdings GP Limited Appropriate Box if a Member of a Group
(a	ı) "	(b) x
3. Sl	EC Us	se Oı	nly
4. C	itizens	ship	or Place of Organization
C	Caym	an 5.	Islands Sole Voting Power
Numb	er of		
Shar	es	6.	-0- Shared Voting Power
Benefic	cially		
Owned	d By		10,504,338 shares (including warrants to purchase 597,837 shares)
Eac	h	7.	Sole Dispositive Power
Repor	ting		
Pers	on	8.	-0- Shared Dispositive Power
Wit	h		
9. A	ggreg	ate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person

10,504,338 shares (including warrants to purchase 597,837 shares)

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

24.6%*

12. Type of Reporting Person

00

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 7 of 35 pages.

CUSIP No. 472147 10 7	13G

1. Name of Reporting Person

I.R.S. Identification No. of Above Persons (Entities Only)

KKR JP III LLC

- 2. Check the Appropriate Box if a Member of a Group
 - (a) " (b) x
- SEC Use Only
- 4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

36,445 shares

Shares 6. Shared Voting Power

Beneficially

Owned By -0-

7. Sole Dispositive Power

Reporting

Person 36,445 shares

8. Shared Dispositive Power

With

-0-

9. Aggregate Amount Beneficially Owned by Each Reporting Person

36,445 shares

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

0.1%*

12. Type of Reporting Person

00

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 8 of 35 pages.

CUSIP No.	472147 10 7	
-----------	-------------	--

1. Name of Reporting Person

I.R.S. Identification No. of Above Persons (Entities Only)

KKR Partners III, L.P.

- 2. Check the Appropriate Box if a Member of a Group
 - (a) " (b) x
- 3. SEC Use Only
- 4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

Shares

6. Shared Voting Power

Beneficially

Owned By

36,445 shares

Each

7. Sole Dispositive Power

Reporting

Person

-0-

8. Shared Dispositive Power

With

36,445 shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person

36,445 shares

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

0.1%*

12. Type of Reporting Person

PN

Page 9 of 35 pages.

^{*} Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

	CU	JSIP	No.	472147	107
--	----	------	-----	--------	-----

1. Name of Reporting Person

I.R.S. Identification No. of Above Persons (Entities Only)

KKR III GP LLC

- 2. Check the Appropriate Box if a Member of a Group
 - (a) " (b) x
- 3. SEC Use Only
- 4. Citizenship or Place of Organization

Delaware

5. Sole Voting Power

Number of

-0-

Shares

6. Shared Voting Power

Beneficially

Owned By

36,445 shares

Each

7. Sole Dispositive Power

Reporting

Person

-0-

8. Shared Dispositive Power

With

36,445 shares

9. Aggregate Amount Beneficially Owned by Each Reporting Person

36,445 shares

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

0.1%*

12. Type of Reporting Person

00

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 10 of 35 pages.

CUS	SIP No. 4	
1.	Name o	
	I.R.S. Id	
2.	KKR Check t	
	(a) "	
3.	SEC Us	
4.	Citizens	
	Delaw	
Nui	mber of	
	hares eficially	
Owned By Each		
	porting erson	
With		

472147 10 7 13G

- of Reporting Person
 - dentification No. of Above Persons (Entities Only)

Financial Holdings III, LLC

- the Appropriate Box if a Member of a Group
 - (b) x
- se Only
- ship or Place of Organization

vare

5. Sole Voting Power

-0-

6. Shared Voting Power

-0-

7. Sole Dispositive Power

-0-

8. Shared Dispositive Power

-0-

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person
 - -0-
- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- Percent of Class Represented by Amount in Row (9)

0%

12. Type of Reporting Person

 $\mathbf{00}$

Page 11 of 35 pages.

CUSIP No. 472147 10 7

1.	Name of Reporting Person	
	I.R.S. Identification No. of Above Persons (Entities Only)	
2.	KKR Financial Holdings LLC Check the Appropriate Box if a Member of a Group	
	(a) " (b) x	
3.	SEC Use Only	
4.	Citizenship or Place of Organization	
	Delaware 5. Sole Voting Power	
Sl	mber of 6. Shared Voting Power Shares seficially	
	vned By -0- Each 7. Sole Dispositive Power	
	eporting Person	
V	With 8. Shared Dispositive Power	
9.	-0- Aggregate Amount Beneficially Owned by Each Reporting Person	
	-0-	

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares $\,\,$ "

11. Percent of Class Represented by Amount in Row (9)

0%

12. Type of Reporting Person

 $\mathbf{00}$

Page 12 of 35 pages.

CUSIP No. 472147 10 7

11. Percent of Class Represented by Amount in Row (9)

1.	. Name of Reporting Person		
	I.R.S. Identification No. of Above Persons (Entities Only)		
2.			Appropriate Box if a Member of a Group
	(a) "	(ł	o) x
3.	SEC U	se O	nly
4.	Citizen	ship	or Place of Organization
	Delav		e Sole Voting Power
Nu	ımber of	6.	-0- Shared Voting Power
	Shares neficially		
	vned By Each	7.	-0- Sole Dispositive Power
	eporting Person		
	With	8.	-0- Shared Dispositive Power
			-0-
9.	Aggreg	gate .	Amount Beneficially Owned by Each Reporting Person
10.	-0- Check	Box	if the Aggregate Amount in Row (9) Excludes Certain Shares "

0%

12. Type of Reporting Person

 $\mathbf{00}$

Page 13 of 35 pages.

CUSIP No. 472147 10 7

-0-

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

1.	Name of Reporting Person
	I.R.S. Identification No. of Above Persons (Entities Only)
2.	KKR Asset Management LLC Check the Appropriate Box if a Member of a Group
	(a) " (b) x
3.	SEC Use Only
4.	Citizenship or Place of Organization
	Delaware 5. Sole Voting Power
	imber of 6. Shared Voting Power
	Shares neficially
	wned By -0- Each 7. Sole Dispositive Power
	eporting Person
1	With 8. Shared Dispositive Power
9.	-0- Aggregate Amount Beneficially Owned by Each Reporting Person

27

0%

12. Type of Reporting Person

 $\mathbf{00}$

Page 14 of 35 pages.

SIP No.
Name
I.R.S.
Kohl Check
(a) "
SEC U
Citizei
Delav
mber of
hares eficially
ned By Each
porting erson

472147 10 7

- of Reporting Person
 - Identification No. of Above Persons (Entities Only)

lberg Kravis Roberts & Co. L.P.

- the Appropriate Box if a Member of a Group
 - (b) x
- Jse Only
- nship or Place of Organization

ware

5. Sole Voting Power

-0-

6. Shared Voting Power

-0-

7. Sole Dispositive Power

-0-With

8. Shared Dispositive Power

-0-

- 9. Aggregate Amount Beneficially Owned by Each Reporting Person
 - -0-
- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- Percent of Class Represented by Amount in Row (9)

0%

12. Type of Reporting Person

PN

Page 15 of 35 pages.

CUSIP No. 472147 10 7

11. Percent of Class Represented by Amount in Row (9)

1.	Name of Reporting Person
	I.R.S. Identification No. of Above Persons (Entities Only)
2.	KKR Management Holdings L.P. Check the Appropriate Box if a Member of a Group (a) " (b) x
3.	SEC Use Only
4.	Citizenship or Place of Organization
	Delaware 5. Sole Voting Power
Nu	mber of
S	thares 6. Shared Voting Power
Ben	eficially
	7. Sole Dispositive Power
Re	porting
P	Person 8. Shared Dispositive Power
,	With
9.	-0- Aggregate Amount Beneficially Owned by Each Reporting Person
10.	-0- Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

0%

12. Type of Reporting Person

PN

Page 16 of 35 pages.

CUSIP No.	. 472147 10 7	13G
	of Reporting Person Identification No. of Above Persons (Entities Only)	
	R Management Holdings Corp. (the Appropriate Box if a Member of a Group (b) x	
3. SEC	Use Only	
4. Citize	enship or Place of Organization	
Dela	ware 5. Sole Voting Power	
Number of Shares	-0- 6. Shared Voting Power	
Beneficiall Owned By Each	7. Sole Dispositive Power	
Reporting Person With	-0-8. Shared Dispositive Power	
9. Aggre	-0- egate Amount Beneficially Owned by Each Reporting Person	1
- 0 - 10. Checl	c Box if the Aggregate Amount in Row (9) Excludes Certain	Shares "

11. Percent of Class Represented by Amount in Row (9)

0%

12. Type of Reporting Person

 \mathbf{CO}

Page 17 of 35 pages.

CUSIP No. 472147 10 7		4721	47 10 7 13G	
1.			porting Person Ification No. of Above Persons (Entities Only)	
2.		the A	Dup Holdings L.P. Appropriate Box if a Member of a Group) x	
3.	SEC U	se O	nly	
4.				
Cayman Islands 5. Sole Voting Power				
Nur	nber of			
S	hares	6.	-0- Shared Voting Power	
Bene	eficially			
Ow	ned By		10,504,338 shares (including warrants to purchase 597,837 shares)	
F	Each	7.		
Rep	porting			
Po	erson	8.	-0- Shared Dispositive Power	
1	With	0.	Shared Dispositive Fower	
9.	Aggreg	ate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person	

10,504,338 shares (including warrants to purchase 597,837 shares)

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

24	6%	*
	.v /c	

12. Type of Reporting Person

PN

Page 18 of 35 pages.

^{*} Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

13G

1.			eporting Person ification No. of Above Persons (Entities Only)		
2.		the A	oup Limited Appropriate Box if a Member of a Group (a) x		
3.	SEC U	se O	nly		
4.	4. Citizenship or Place of Organization				
	Caym	1an 5.	Islands Sole Voting Power		
S	mber of hares eficially	6.	-0- Shared Voting Power		
	ened By	7.	10,504,338 shares (including warrants to purchase 597,837 shares) Sole Dispositive Power		
P	porting erson With	8.	-0- Shared Dispositive Power		
9.	Aggreg	gate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person		

10,504,338 shares (including warrants to purchase 597,837 shares)

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

CUSIP No. 472147 10 7

24.6%*

12. Type of Reporting Person

00

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 19 of 35 pages.

CUSIP No. 472147 10 7			147 10 7 13G		
1.			eporting Person ification No. of Above Persons (Entities Only)		
2.		he A	Co. L.P. Appropriate Box if a Member of a Group (a) x		
3.	SEC Us	se O	nly		
4.					
	Delaw		Sole Voting Power		
Nur	nber of				
S	hares	6.	-0- Shared Voting Power		
Bene	eficially				
Ow	ned By		10,504,338 shares (including warrants to purchase 597,837 shares)		
I	Each	7.			
Rej	porting				
P	erson	o	-0- Shared Dispositive Power		
V	With	8.	Shared Dispositive Power		
9.	Aggreg	ate A	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person		

10,504,338 shares (including warrants to purchase 597,837 shares)

- 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "
- 11. Percent of Class Represented by Amount in Row (9)

24.	6	0%	*

12. Type of Reporting Person

PN

Page 20 of 35 pages.

^{*} Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

CUSIP No.	472 1	147 10 7 13G
1. Name	of Re	eporting Person
I.R.S. 1	dent	ification No. of Above Persons (Entities Only)
	the A	Anagement LLC Appropriate Box if a Member of a Group b) x
3. SEC U	se O	nly
4. Citizen	ship	or Place of Organization
Delav	vare 5.	
Number of		
Shares	6.	-0- Shared Voting Power
Beneficially		
Owned By		10,504,338 shares (including warrants to purchase 597,837 shares)
Each	7.	Sole Dispositive Power
Reporting		
Person	8.	-0- Shared Dispositive Power
With		
9. Aggreg	gate 1	10,504,338 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person

- 10,504,338 shares (including warrants to purchase 597,837 shares)
 10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
- 11. Percent of Class Represented by Amount in Row (9)

24.6%*

12. Type of Reporting Person

00

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 21 of 35 pages.

CUS	SIP No.	4721	47 10 7 13G		
1.			eporting Person ification No. of Above Persons (Entities Only)		
2.	Henry R. Kravis 2. Check the Appropriate Box if a Member of a Group (a) " (b) x				
3.	SEC U	se O	nly		
4.	4. Citizenship or Place of Organization				
	Unite	d S 1 5.			
S	mber of hares eficially	6.	-0- Shared Voting Power		
I	rned By Each	7.	10,540,783 shares (including warrants to purchase 597,837 shares) Sole Dispositive Power		
P	porting erson With	8.	-0- Shared Dispositive Power		
9.	Aggreg	ate A	10,540,783 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person		

10,540,783 shares (including warrants to purchase 597,837 shares)

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

43

24.7%*

12. Type of Reporting Person

IN

* Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

Page 22 of 35 pages.

CUSIP No. 472147 10 7			147 10 7 13G			
1.			eporting Person ification No. of Above Persons (Entities Only)			
2.		the A	R. Roberts Appropriate Box if a Member of a Group (1) x			
3.	SEC U	se O	nly			
4.						
	Unite	d S 1 5.	tates Sole Voting Power			
	mber of		-0-			
	hares	6.	Shared Voting Power			
Ben	eficially					
	ned By Each	7.	10,540,783 shares (including warrants to purchase 597,837 shares) Sole Dispositive Power			
Rej	porting					
	erson	8.	-0- Shared Dispositive Power			
1	With					
9.	Aggreg	gate A	10,540,783 shares (including warrants to purchase 597,837 shares) Amount Beneficially Owned by Each Reporting Person			

10,540,783 shares (including warrants to purchase 597,837 shares)

10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares "

11. Percent of Class Represented by Amount in Row (9)

24.7%*

12. Type of Reporting Person

IN

Page 23 of 35 pages.

^{*} Represents the aggregate number of shares of common stock of Jazz Pharmaceuticals, Inc. held by the Reporting Person as of December 31, 2011 and percentage ownership based on shares outstanding as of November 4, 2011. See Item 4 of this Statement on Schedule 13G.

This Amendment No. 3 to the Schedule 13G (Amendment No. 3) relating to Jazz Pharmaceuticals, Inc., a Delaware corporation (the Company),
is being filed on behalf of the undersigned to amend the Schedule 13G filed with the Securities and Exchange Commission on February 13,
2008, as amended (as amended, the Schedule 13G). This Amendment No. 3 is the final amendment to the Schedule 13G and is an exit filing.

Item 1.

(a) Name of Issuer:

Jazz Pharmaceuticals, Inc.

(b) Address of Issuer s Principal Executive Offices:

3180 Porter Drive

Palo Alto, CA 94304

Item 2.

(a) Name of Persons Filing:

KKR JP LLC

KKR Millennium Fund L.P.

KKR Associates Millennium L.P.

KKR Millennium GP LLC

KKR Fund Holdings L.P.

KKR Fund Holdings GP Limited

KKR JP III LLC

KKR Partners III, L.P.

KKR III GP LLC

KKR Financial Holdings III, LLC

KKR Financial Holdings LLC

KKR Financial Advisors LLC

KKR Asset Management LLC

Kohlberg Kravis Roberts & Co. L.P.

KKR Management Holdings L.P.

KKR Management Holdings Corp.

KKR Group Holdings L.P.
KKR Group Limited
KKR & Co. L.P.
KKR Management LLC
Henry R. Kravis

George R. Roberts

(b) Address of Principal Business Office:

The address of the principal business office of KKR JP LLC, KKR Millennium Fund L.P., KKR Associates Millennium L.P., KKR Millennium GP LLC, KKR Fund Holdings L.P., KKR Fund Holdings GP Limited, KKR JP III LLC, KKR Partners III, L.P., KKR III GP

Page 24 of 35 pages.

LLC, Kohlberg Kravis Roberts & Co. L.P., KKR Management Holdings L.P., KKR Management Holdings Corp., KKR Group Holdings	s L.P.,
KKR Group Limited, KKR & Co. L.P., KKR Management LLC and Henry R. Kravis is:	

c/o Kohlberg Kravis Roberts & Co. L.P.

9 West 57th Street, Suite 4200

New York, NY 10019

The address of the principal business office of George R. Roberts is:

c/o Kohlberg Kravis Roberts & Co. L.P.

2800 Sand Hill Road, Suite 200

Menlo Park, CA 94025

The address of the principal business office of KKR Financial Holdings III, LLC, KKR Financial Holdings LLC, KKR Financial Advisors LLC and KKR Asset Management LLC is:

555 California Street, 50th Floor

San Francisco, CA 94104

(c) Citizenship:

See Item 4 of each cover page.

(d) Title of Class of Securities:

Common Stock, par value \$0.0001 per share

(e) CUSIP Number:

472147 10 7

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a: Not applicable.

Item 4. Ownership.

(a) Amount Beneficially Owned:

As of December 31, 2011, KKR JP LLC (KKR JP) directly held 9,906,501 shares of Common Stock of the Company, and warrants to purchase 597,837 shares of Common Stock of the Company. As the sole member of KKR JP, KKR Millennium Fund L.P. (KKR Millennium Fund) may be deemed to be the beneficial owner of such securities held by KKR JP. As the sole general partner of KKR Millennium Fund, KKR Associates Millennium L.P. (KKR

Page 25 of 35 pages.

Associates Millennium) also may be deemed to be the beneficial owner of such securities held by KKR JP. As the sole general partner of KKR Associates Millennium, KKR Millennium GP LLC (KKR Millennium GP) also may be deemed to be the beneficial owner of such securities held by KKR JP. As the designated member of KKR Millennium GP, KKR Fund Holdings L.P. (KKR Fund Holdings) also may be deemed to be the beneficial owner of such securities held by KKR JP. As a general partner of KKR Fund Holdings, KKR Fund Holdings GP Limited (KKR Fund Holdings GP) also may be deemed to be the beneficial owner of such securities held by KKR JP.

As of December 31, 2011, KKR JP III LLC (KKR JP III) directly held 36,445 shares of common stock of the Company. As the sole member of KKR JP III, KKR Partners III, L.P. (KKR Partners III) may be deemed to be the beneficial owner of such securities held by KKR JP III. As the sole general partner of KKR Partners III, KKR III GP LLC (KKR III GP) also may be deemed to be the beneficial owner of such securities held by KKR JP III.

Each of KKR Group Holdings L.P. (KKR Group Holdings) (as the sole shareholder of KKR Fund Holdings GP and a general partner of KKR Fund Holdings L.P.); KKR Group Limited (KKR Group) (as the general partner of KKR Group Holdings); KKR & Co. L.P. (KKR & Co.) (as the sole shareholder of KKR Group); and KKR Management LLC (KKR Management) (as the general partner of KKR & Co.) may be deemed to be the beneficial owner of the securities held by KKR JP.

As the designated members of KKR Management LLC and the managers of KKR III GP LLC, Messrs. Henry R. Kravis and George R. Roberts may be deemed to be the beneficial owner of the securities held by KKR JP and KKR JP III. Messrs. Henry R. Kravis and George R. Roberts have also been designated as managers of KKR Millennium GP by KKR Fund Holdings.

Each Reporting Person disclaims beneficial ownership of the securities held by KKR JP and KKR JP III.

On January 18, 2012, the merger contemplated by the Agreement and Plan of Merger and Reorganization by and among Jazz Pharmaceuticals plc (formerly Azur Pharma Public Limited Company), Jaguar Merger Sub Inc., Seamus Mulligan and the Company, dated as of September 19, 2011, became effective. At such time, pursuant to the terms of the Merger Agreement, each share of the Company s Common Stock was cancelled and automatically converted into the right to receive one ordinary share of Jazz Pharmaceuticals plc (New Jazz) and each warrant to purchase shares of the Company s Common Stock was cancelled and automatically converted into the right to receive a warrant to purchase the number of New Jazz ordinary shares equal to the number of shares of the Company s Common Stock subject to such warrant immediately prior to the effective time. As a result, as of January 18, 2012, the Reporting Persons are no longer the beneficial owners of any securities of the Company.

Page 26 of 35 pages.

The persons named in Item 2(a) of this Schedule 13G may be deemed to be a group with respect to the securities of the Company which they hold directly or indirectly. Such persons disclaim such group membership.

(b) Percent of Class:

See Item 11 of each cover page.

(c) Number of shares as to which such person has:

(i) Sole power to vote or direct the vote:

See Item 5 of each cover page.

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

See Item 6 of each cover page.

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

See Item 7 of each cover page.

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

See Item 8 of each cover page.

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

As of August 10, 2011, KKR Financial Holdings III, LLC, KKR Financial Holdings LLC, KKR Financial Advisors LLC, KKR Asset Management LLC, Kohlberg Kravis Roberts & Co. L.P., KKR Management Holdings L.P. and KKR Management Holdings Corp. ceased to be the beneficial owners of any shares of the Company s Common Stock. As of January 18, 2012, the other Reporting Persons ceased to be the beneficial owners of any shares of the Company s Common Stock.

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

See Item 4 above. To the best knowledge of the Reporting Persons, no one other than the Reporting Persons, the partners, members, affiliates or shareholders of the Reporting Persons and any other persons named in Item 4 has the right to receive or the power to direct the receipt of dividends from, or the proceeds from, the sale of common stock.

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

Page 27 of 35 pages.

* T .			1 1	
Not	An	nlıc	abl	e.

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

See Attachment A.

Item 9. Notice of Dissolution of Group.

Not Applicable.

Item 10. Certification.

Not Applicable.

Page 28 of 35 pages.

SIGNATURES

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.

Dated: January 31, 2012 KKR JP LLC

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Chief

Financial Officer

Dated: January 31, 2012 KKR Millennium Fund L.P.

By: KKR Associates Millennium L.P,

Its: General Partner

By: KKR Millennium GP LLC

Its: General Partner

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for Henry R. Kravis, Manager

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for George R. Roberts, Manager

Dated: January 31, 2012 KKR Associates Millennium L.P.

By: KKR Millennium GP LLC

Its: General Partner

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for Henry R. Kravis, Manager

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for George R. Roberts, Manager

Page 29 of 35 pages.

Dated: January 31, 2012 KKR Millennium GP LLC /s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact for Henry R. Kravis, Manager /s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact for George R. Roberts, Manager Dated: January 31, 2012 KKR Fund Holdings L.P. By: KKR Fund Holdings GP Limited, Its: General Partner /s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact for William J. Janetschek, Director Dated: January 31, 2012 KKR Fund Holdings GP Limited /s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact for William J. Janetschek, Director KKR JP III LLC Dated: January 31, 2012 /s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact for William J. Janetschek, Chief Financial Officer KKR Partners III, L.P. Dated: January 31, 2012

By: KKR III GP LLC

Its: General Partner

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Member

Dated: January 31, 2012 KKR III GP LLC

> /s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Member

Page 30 of 35 pages.

Dated: January 31, 2012	KKR Financial Holdings III, LLC
	By: KKR Financial Holdings LLC Its: Sole Member
	/s/ Nicole J. Marcarchuk Name: Nicole J. Marcarchuk, Title: General Counsel
Dated: January 31, 2012	KKR Financial Holdings LLC
	/s/ Nicole J. Marcarchuk Name: Nicole J. Marcarchuk, Title: General Counsel
Dated: January 31, 2012	KKR Financial Advisors LLC
	By: KKR Asset Management LLC Its: Sole Member
	/s/ Nicole J. Marcarchuk Name: Nicole J. Marcarchuk, Title: General Counsel
Dated: January 31, 2012	KKR Asset Management LLC
	/s/ Nicole J. Marcarchuk Name: Nicole J. Marcarchuk, Title: General Counsel
Dated: January 31, 2012	Kohlberg Kravis Roberts & Co. L.P.
	By: KKR Management Holdings L.P. Its: General Partner
	By: KKR Management Holdings Corp., Its: General Partner
	/s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact for William J. Janetschek, Chief
	Financial Officer

Page 31 of 35 pages.

Dated: January 31, 2012 KKR Management Holdings L.P.

By: KKR Management Holdings Corp.,

Its: General Partner

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Chief

Financial Officer

Dated: January 31, 2012 KKR Management Holdings Corp.

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Chief

Financial Officer

Dated: January 31, 2012 KKR Group Holdings L.P.

By: KKR Group Limited Its: General Partner

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Director

Dated: January 31, 2012 KKR Group Limited

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Director

Dated: January 31, 2012 KKR & Co. L.P.

By: KKR Management LLC,

Its: General Partner

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Chief

Financial Officer

Page 32 of 35 pages.

Dated: January 31, 2012 KKR Management LLC

/s/ Richard J. Kreider Name: Richard J. Kreider,

Title: Attorney-in-Fact for William J. Janetschek, Chief

Financial Officer

Dated: January 31, 2012 Henry R. Kravis

/s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact

Dated: January 31, 2012 George R. Roberts

/s/ Richard J. Kreider Name: Richard J. Kreider, Title: Attorney-in-Fact

Page 33 of 35 pages.

ATTACHMENT A

KKR JP LLC, KKR Millennium Fund L.P., KKR Associates Millennium L.P., KKR Millennium GP LLC, KKR Fund Holdings L.P., KKR Fund Holdings GP Limited, KKR JP III LLC, KKR Partners III, L.P., KKR III GP LLC, KKR Financial Holdings III, LLC, KKR Financial Holdings LLC, KKR Financial Advisors LLC, KKR Asset Management LLC, Kohlberg Kravis Roberts & Co. L.P., KKR Management Holdings L.P., KKR Management Holdings Corp., KKR Group Holdings L.P., KKR Group Limited, KKR & Co. L.P., KKR Management LLC, Henry R. Kravis and George R. Roberts may be deemed to be a group under Section 13(d) of the Securities Exchange Act of 1934 (the Exchange Act) with respect to the securities of the Company. Such persons disclaim such group membership. The filing of this statement shall not be deemed an admission that, for purposes of Section 13 of the Exchange Act, or otherwise, a Reporting Person is the beneficial owner of equity securities covered by this statement or any other statement that are beneficially owned, directly or indirectly, by any other person.

Page 34 of 35 pages.

EXHIBIT INDEX

Exhibit 1 -	Joint Filing Agreement dated as of October 1, 2009 (incorporated by reference to Amendment No. 2 to Schedule 13G filed October 13, 2009)
Exhibit 2 -	Power of Attorney dated as of July 31, 2005 (incorporated by reference to Schedule 13G filed February 13, 2008)
Exhibit 3 -	Power of Attorney dated as of July 31, 2005 (incorporated by reference to Exhibit 24.1 of Form 3 filed May 31, 2007)
Exhibit 4 -	Power of Attorney dated as of February 1, 2010 (incorporated by reference to Exhibit 24.1 of Form 4 filed January 18, 2012

Page 35 of 35 pages.