

MITCHELL KATE  
Form 3  
July 28, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
SCALE Venture Partners II, LP		(Month/Day/Year)	HORIZON PHARMA, INC. [HZNP]	
(Last)	(First)	(Middle)	07/28/2011	
C/O SCALE VENTURE MANAGEMENT II, LLC, 950 TOWER LN., SUITE 700			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
FOSTER CITY, CA 94404			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(State)			(give title below) (specify below)	
(Zip)			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.**

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

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

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				Shares		or Indirect (1) (Instr. 5)	
Series A Preferred Stock	Â (1)	Â (1)	Common Stock	1,370,070	\$ (1)	D	Â
Series B Preferred Stock	Â (1)	Â (1)	Common Stock	171,626	\$ (1)	D	Â
Convertible Promissory Notes	Â (2)	Â (2)	Common Stock	3,117,469.92 (2)	\$ (2)	D	Â
Warrant to Purchase Series A Preferred Stock	Â (3)	10/31/2015(3)	Series A Preferred Stock	69,451	\$ 5.201	D	Â
Warrant to Purchase Series A Preferred Stock	Â (3)	07/02/2016(3)	Series A Preferred Stock	34,726	\$ 5.201	D	Â
Warrant to Purchase Series A Preferred Stock	Â (3)	09/25/2016(3)	Series A Preferred Stock	43,409	\$ 5.201	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Scale Venture Partners II, LP C/O SCALE VENTURE MANAGEMENT II, LLC 950 TOWER LN., SUITE 700 FOSTER CITY, CA 94404	Â	Â X	Â	Â
MITCHELL KATE C/O SCALE VENTURE MANAGEMENT II, LLC 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404	Â	Â X	Â	Â
O'Driscoll Rory C/O SCALE VENTURE MANAGEMENT II, LLC 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404	Â	Â X	Â	Â
Wienbar Sharon L C/O SCALE VENTURE MANAGEMENT II, LLC 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404	Â	Â X	Â	Â
Scale Venture Management II, LLC 950 TOWER LANE, SUITE 700 FOSTER CITY, CA 94404	Â	Â X	Â	Â

## Signatures

/s/ Kate D. Mitchell, Managing Member, Scale Venture Management II, LLC, the General Partner of SCALE VENTURE PARTNERS II, LP	07/28/2011
__Signature of Reporting Person	Date
/s/ Kate D. Mitchell	07/28/2011
__Signature of Reporting Person	Date
/s/ Rory O'Driscoll	07/28/2011
__Signature of Reporting Person	Date
/s/ Sharon Wienbar	07/28/2011
__Signature of Reporting Person	Date
/s/ Kate D. Mitchell Managing Member of SCALE VENTURE MANAGEMENT II, LLC	07/28/2011
__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) The shares of Series A Preferred Stock and Series B Preferred Stock have no expiration date and are convertible at any time at the election of the holder. Every 2.374 shares of preferred stock will automatically convert into one share of common stock upon the closing of the Issuer's initial public offering.
  - (2) Principal and accrued interest will convert upon the Issuer's initial public offering into shares of Common Stock at a conversion price equal to the lesser of (i) the public offering price of the Common Stock sold in the Issuer's initial public offering, or (ii) \$18.92. Amounts shown are reported in US dollars and include interest accrued through the date hereof; additional interest will accrue prior to conversion.
  - (3) The warrants are immediately exercisable and shall terminate on the earlier of the expiration date referenced above or the occurrence of other specified corporate transactions.

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.