FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* KOLLURI KRISHNA KITTU						2. Issuer Name and Ticker or Trading Symbol SUPERNUS PHARMACEUTICALS INC [SUPN]									5. Relationship of R (Check all applicabl Director		X 10	0% Owner		
(Last) (First) (Middle) 1954 GREENSPRING DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 11/11/2015									belo	er (give title w)		her (specify low)	у		
SUITE 600						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)											X Form filed by One Reporting Person Form filed by More than One Reporting									
TIMONIUM MD 21093															Pers		e than One	Reporting		
(City) (State) (Zip)																				
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 (Disposed Of (D) (Instr. 3 5)				nd Secur Benef Owne	icially d	6. Owners Form: Dire (D) or Indirect (I)	ct of Ind Benefi Owner	7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount		(A) or (D)	Price			(Instr. 4)	(Instr.	. 4)	
Common	11/11/2015				J ⁽¹⁾		3,820,62	25	D	\$0.0	3,8	320,625	I	See N 2 ⁽²⁾	Note					
Common Stock				11/11/2015				J ⁽³⁾		1,172,93	32	A	\$0.0	00 1,1	172,932	I	See N 4 ⁽⁴⁾	Note		
Common Stock				11/11/2015				J ⁽⁵⁾		1,172,93	32	D	\$0.0	00	0		See N 4 ⁽⁴⁾	Note		
Common Stock				11/11/2015				J ⁽⁶⁾		1,203		A	\$0.00		0,242	I	See N 7 ⁽⁷⁾	Note		
Common Stock 11/1				11/11/20	11/2015				J ⁽⁸⁾	J ⁽⁸⁾ 10,30		5	A	\$0.0	00 2	20,547		See N 7 ⁽⁷⁾	Note	
	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)	Derivative Conversion Date Execusive Or Exercise (Month/Day/Year) if any				tion	_	mber rative rities ired r osed	6. Date Exe Expiration (Month/Day		isable and	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount or Number of Title Shares		str.	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct or Indi (I) (Inst	Benefi D) Owner ect (Instr.	direct ficial ership		

Explanation of Responses:

- 1. New Enterprise Associates 11, Limited Partnership ("NEA 11") made a pro rata distribution for no consideration of an aggregate of 3,820,625 shares of common stock of the Issuer to its general partner and its limited partners on November 11, 2015.
- 2. The shares are directly held by NEA 11 and indirectly held by NEA Partners 11, Limited Partnership ("NEA Partners 11"), the sole general partner of NEA 11, NEA 11 GP, LLC ("NEA 11 GP"), the sole general partner of NEA Partners 11, and the individual managers of NEA 11 GP (NEA Partners 11, NEA 11 GP and the individual managers of NEA 11 GP together, the "NEA 11 Indirect Reporting Persons"). The individual managers of NEA 11 GP are M. James Barrett, Peter J. Barris, Forest Baskett, Krishna "Kittu" Kolluri and Scott D. Sandell. The NEA 11 Indirect Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the NEA 11 shares in which the NEA 11 Indirect Reporting Persons have no neguniary interest
- 3. NEA Partners 11 received 1,172,932 shares of common stock of the Issuer in the distribution by NEA 11 on November 11, 2015.
- 4. The shares are directly held by NEA Partners 11 and indirectly held by NEA 11 GP, the sole general partner of NEA Partners 11, and the individual managers of NEA 11 GP (NEA 11 GP (NEA 11 GP and the individual managers of NEA 11 GP together, the "NEA Partners 11 Indirect Reporting Persons"). The individual managers of NEA 11 GP are M. James Barrett, Peter J. Barris, Forest Baskett, Krishna "Kittu" Kolluri and Scott D. Sandell. The NEA Partners 11 Indirect Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the NEA Partners 11 Indirect Reporting Persons have no pecuniary interest.
- 5. NEA Partners 11 made a pro rata distribution for no consideration of an aggregate of 1,172,932 shares of common stock of the Issuer to its limited partners on November 11, 2015.
- 6. The Kolluri Living Trust dated 11/5/99 (the "Kolluri Trust") received 1,203 shares of common stock of the Issuer in the distribution by NEA 11 on November 11, 2015.

- 7. The shares are held directly by the Kolluri Trust. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the 1934 Act, as amended, of such portion of the shares of common stock of the Issuer held by the Kolluri Trust in which the Reporting Person has no pecuniary interest
- 8. The Kolluri Trust received 10,305 shares of common stock of the Issuer in the distribution by NEA Partners 11 on November 11, 2015.

Remarks:

/s/ Sasha Keough, attorney-infact 11/12/2015

** 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.

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