

Edgar Filing: AMARIN CORP PLC\UK - Form 20-F/A

AMARIN CORP PLC\UK
Form 20-F/A
March 10, 2003

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

FORM 20-F/A

AMENDMENT NO. 1
TO
ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2001

Commission file number 0-21392

AMARIN CORPORATION PLC
(Exact name of Registrant as Specified in its Charter)

ENGLAND
(Jurisdiction of Incorporation or organization of Issuer)

7 CURZON STREET
LONDON W1Y 7FL
ENGLAND
(Address of Principal Executive Offices)

Securities registered or to be registered pursuant to
Section 12(b) of the Act:

Title of each Class	Name of each Exchange On Which Registered
None	None

Securities registered or to be registered pursuant to
Section 12(g) of the Act:

American Depositary Shares Representing Ordinary Shares
Ordinary Shares (10p par value per Share)

Securities for which there is a reporting obligation pursuant
to Section 15(d) of the Act: None

Indicate the number of outstanding shares of each issuer's
classes of capital or common stock as of the period covered
by the annual report.

76,743,893 Ordinary Shares (10p par value per Share)
4,129,819 Preference Shares (1 pound par value Share)

Indicate by check mark whether the registrant (1) has filed all
reports required to be filed by section 13 or 15(d) of the
Securities Exchange Act of 1934 during the preceding 12 months
(or for such shorter period that the registrant was required to
file such reports), and (2) has been subject to such filing
requirements for the past 90 days.

Yes [X] No []

Edgar Filing: AMARIN CORP PLC\UK - Form 20-F/A

Indicate by check mark which financial statement item the registrant has elected to follow.

Item 17 [] Item 18 [X]

(APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY PROCEEDINGS DURING THE PAST FIVE YEARS)

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court.

Yes [] No []

EXPLANATORY NOTE

Amarin Corporation plc (the "Company") hereby amends its Annual Report on Form 20-F for the fiscal year ended December 31, 2001 pursuant to Rule 12b-15 under the Securities Exchange Act of 1934, as amended, by setting forth herein the complete text of Exhibit 4.1, Option Agreement dated as of June 18, 2001 between Elan Pharma International Limited and the Company. No other changes are being made to the original Annual Report on Form 20-F for the fiscal year ended December 31, 2001 (the "Original Filing").

This report continues to speak as of the date of the Original Filing, and we have not updated the disclosure in this report to speak as of a later date.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant certifies that it meets all of the requirements for filing on Form 20-F and has duly caused this annual report to be signed on its behalf by the undersigned, thereunto duly authorized.

AMARIN CORPORATION PLC

By: /s/ Richard A B Stewart

Name: Richard A B Stewart
Title: Chief Executive Officer

Date: February 25, 2003

SECTION 302 CERTIFICATION

Edgar Filing: AMARIN CORP PLC\UK - Form 20-F/A

I, Rick Stewart, Chief Executive Officer of Amarin Corporation plc, certify that:

1. I have reviewed this annual report on Form 20-F/A of Amarin Corporation plc; and

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: February 25, 2003

/s/ Rick Stewart

Rick Stewart
Chief Executive Officer

SECTION 302 CERTIFICATION

I, Darren Cunningham, Chief Financial Officer of Amarin Corporation plc, certify that:

1. I have reviewed this annual report on Form 20-F/A of Amarin Corporation plc; and

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.

Date: February 25, 2003

/s/ Darren Cunningham

Darren Cunningham
Chief Financial Officer

EXHIBIT INDEX

Exhibits filed as part of this annual report

- 1.1 Memorandum of Association of the Company (1)
- 1.2 Articles of Association of the Company (2)
- 1.3 Amendment to Articles of Association of Ethical Holdings plc (3)
- 2.1 Deposit Agreement dated as of March 29, 1993, among the

Edgar Filing: AMARIN CORP PLC\UK - Form 20-F/A

- Company, Citibank, N.A., as Depositary and all holders from time to time of American Depositary Receipts issued thereunder (1)
- 2.2 Amendment No. 1 to Deposit Agreement, dated as of October 8, 1998, among the Company, Citibank, N.A., as Depositary and all holders from time to time of the American Depositary Receipts issued thereunder (4)
- 2.3 Form of Ordinary Share certificate (1)
- 2.4 Form of American Depositary Receipt evidencing ADSs (included in Exhibit 1.6) (1)
- 2.5 Purchase Agreement, dated as of June 16, 2000, by and among Amarin Corporation plc and the Purchasers named therein (3)
- 2.6 Registration Rights Agreement, dated as of November 24, 2000, by and between Amarin Corporation plc and Laxdale Limited (5)
- 4.1 Option Agreement dated as of June 18, 2001 between Elan Pharma International Limited and the Company*
- 4.2 Lease dated August 6, 2001 between the Company and LB Strawberry LLC
- 4.3 Stock and Intellectual Property Right Purchase Agreement dated November 30, 2001 by and among Abriway International S.A., Sergio Lucero, Francisco Stefano, Amarin Technologies S.A., Amarin Pharmaceuticals Company and the Company
- 4.4 Stock Purchase Agreement dated November 30, 2001 by and among Abriway Corporation plc, Beta Pharmaceuticals Corporation and the Company
- 4.5 Novation Agreement dated November 30, 2001 by and among Beta Pharmaceuticals Corporation, Amarin Technologies S.A. and the Company
- 8.1 Subsidiaries of Amarin Corporation plc

* Confidential portions of this Exhibit have been omitted pursuant to a request for confidential treatment. The omitted confidential information has been filed with the Securities and Exchange Commission.

(1) Incorporated herein by reference to certain exhibits to the Company's Registration Statement on Form F-1, as amended, File No. 33-58160, filed with the Securities and Exchange Commission

(2) Incorporated herein by reference to certain exhibits to the Company's Registration Statement on Form F-1, as amended, File No. 33-77560, filed with the Securities and Exchange Commission

(3) Incorporated herein by reference to certain exhibits to the Company's Annual Report on Form 20-F for the year ended December 31, 1999, filed with the Securities and Exchange Commission

Edgar Filing: AMARIN CORP PLC\UK - Form 20-F/A

(4) Incorporated herein by reference to Exhibit (a) (1) to the Company's Registration Statement on Form F-6, as amended, File No. 333-5946, filed with the Securities and Exchange Commission

(5) Incorporated herein by reference to certain exhibits to the Company's Registration Statement on Form F-3, as amended, File No. 33-13200, filed with the Securities and Exchange Commission