

Alkermes plc.

Form 4

December 19, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Pugh Gordon G

(Last) (First) (Middle)

852 WINTER ST.

(Street)

WALTHAM, MA 02451

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Alkermes plc. [ALKS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/12/2016

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)  
SVP, COO & CRO, Alkermes, Inc.

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |        |   |                                                   |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|--------|---|---------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |        |   |                                                   |
| Ordinary<br>Shares                    | 12/12/2016                              |                                                             | G                                    | V                                                                       | 1,794                                                                                                              | D                                                                       | \$ 0                                                              | 45,987 | I | Gordon G.<br>Pugh<br>Revocable<br>Trust -<br>2012 |
| Ordinary<br>Shares                    | 12/14/2016                              |                                                             | G                                    | V                                                                       | 7,250                                                                                                              | D                                                                       | \$ 0                                                              | 38,737 | I | Gordon G.<br>Pugh<br>Revocable<br>Trust -<br>2012 |
| Ordinary<br>Shares                    | 12/15/2016                              |                                                             | M <sup>(1)</sup>                     |                                                                         | 16,690                                                                                                             | A                                                                       | \$ 16.55                                                          | 37,277 | D |                                                   |

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|                 |            |                  |        |   |                          |        |   |
|-----------------|------------|------------------|--------|---|--------------------------|--------|---|
| Ordinary Shares | 12/15/2016 | S <sup>(2)</sup> | 16,690 | D | \$<br><u>(3)</u> 57.6225 | 20,587 | D |
| Ordinary Shares | 12/16/2016 | M <sup>(1)</sup> | 4,768  | A | \$ 16.55                 | 25,355 | D |
| Ordinary Shares | 12/16/2016 | S <sup>(2)</sup> | 4,768  | D | \$<br><u>(4)</u> 57.7318 | 20,587 | D |

|                 |  |  |  |  |  |        |   |                                      |
|-----------------|--|--|--|--|--|--------|---|--------------------------------------|
| Ordinary Shares |  |  |  |  |  | 13,101 | I | Nancy E. Pugh Revocable Trust - 2012 |
| Ordinary Shares |  |  |  |  |  | 6,989  | I | By GRAT <u>(5)</u>                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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.**

SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title Amount or Number of Shares                              |
| Employee Stock Option (Right to Buy)       | \$ 16.55                                               | 12/15/2016                           |                                                    | M <sup>(1)</sup>               | 16,690                                                                                  | <u>(6)</u> 05/21/2022                                    | Ordinary Shares 16,690                                        |
| Employee Stock Option (Right to Buy)       | \$ 16.55                                               | 12/16/2016                           |                                                    | M <sup>(1)</sup>               | 4,768                                                                                   | <u>(6)</u> 05/21/2022                                    | Ordinary Shares 4,768                                         |

## Reporting Owners

| Reporting Owner Name / Address                       | Relationships |           |                                |       |
|------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                      | Director      | 10% Owner | Officer                        | Other |
| Pugh Gordon G<br>852 WINTER ST.<br>WALTHAM, MA 02451 |               |           | SVP, COO & CRO, Alkermes, Inc. |       |

## Signatures

/s/ Jennifer Baptiste, attorney-in-fact for Gordon G.  
Pugh

12/19/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) This option exercise was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (2) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- (3) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$57.50 to \$57.77. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- (4) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$57.50 to \$57.91. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- (5) Shares held by KAS Grantor Retained Annuity Trust dated December 16, 2014 (the "GRAT"). The Reporting Person's spouse is a trustee and beneficiary of the GRAT.
- (6) These options are fully vested in accordance with their terms.

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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