

Ling Karen  
Form 4  
October 30, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**Ling Karen**

(Last) (First) (Middle)

**CLONSHAUGH BUSINESS AND TECHNOLOGY PARK., COOLOCK, CO.**

(Street)

**DUBLIN, L2 D17 E400**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Allergan plc [AGN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**03/29/2017**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Chief Human Resources Officer**

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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 (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                     |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                     |                                      |  |                                | Code  | V   | Amount   |   |
| Ordinary Shares, par value \$0.0001 | 03/29/2017                           |  | L                              | 3.496   | A   | \$ 242.21  | 17,882.496 (1) (5) D                                  |
| Ordinary Shares, par value \$0.0001 | 06/16/2017                           |  | L                              | 3.599   | A   | \$ 235.96  | 21,480.095 (2) (5) D                                  |
| Ordinary Shares, par value          | 10/26/2017                           |  | M                              | 7,545 (3)   | A   | (4) 29,025.095 (5)                                       | D   |

\$0.0001

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

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(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 (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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Performance Based Restricted Share Unit    | (4)  | 10/26/2017                           |  | M                              | 7,545  | (4) (4)  | Ordinary Shares   | 7,545                         |

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director    10% Owner    Officer    Other

Ling Karen  
CLONSHAUGH BUSINESS AND TECHNOLOGY  
PARK,  
COOLOCK, CO.  
DUBLIN, L2 D17 E400

Chief Human Resources  
Officer

## Signatures

/s/ A. Robert D. Bailey, Attorney-in-Fact for the Reporting Person

10/30/2017

\_\_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) Includes 3.4960 shares acquired on March 29, 2017 pursuant to a broker-assisted dividend reinvestment plan.

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- (2) Includes shares reported on previously-filed Form 4s on April 4, 2017 and May 16, 2017, and includes 3.5990 shares acquired on June 16, 2017 pursuant to a broker-assisted dividend reinvestment plan.
- (3) The reported securities are restricted share units, each of which represents a right to receive one ordinary share of Allergan plc. The restricted share units will vest in equal installments on each of December 31, 2017, December 31, 2018 and December 31, 2019.  
Each Performance Based Restricted Share Unit or PSU represented a contingent right to receive a number of Ordinary Shares equal to the
- (4) product of the applicable performance multiple and the target number of shares underlying the PSU, as set forth in the award agreement between the Issuer and the Reporting Person.
- (5) Includes restricted shares issued pursuant to the 2013 Incentive Award Plan of Allergan plc.

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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