

Cooke Shane
Form 4
January 29, 2018

FORM 4

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

OMB APPROVAL

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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 *
Cooke Shane

(Last) (First) (Middle)

CONNAUGHT HOUSE, 1
BURLINGTON ROAD

(Street)

DUBLIN 4 IRELAND

(City) (State) (Zip)

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

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

01/26/2018

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)

President, Alkermes plc

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Ordinary Shares | 01/26/2018 | | M ⁽¹⁾ | | 1,700 A \$ 16.55 | 76,408 | D |
| Ordinary Shares | 01/26/2018 | | S ⁽²⁾ | | 1,700 D \$ 60.0164 | 74,708 | D |
| Ordinary Shares | 01/29/2018 | | M ⁽¹⁾ | | 3,300 A \$ 16.55 | 78,008 | D |
| Ordinary Shares | 01/29/2018 | | S ⁽²⁾ | | 3,300 D \$ 60 | 74,708 | D |

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 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (Right to Buy) | \$ 16.55 | 01/26/2018 | | M ⁽¹⁾ | 1,700 | ⁽⁴⁾ 05/21/2022 | Ordinary Shares | 1,700 |
| Employee Stock Option (Right to Buy) | \$ 16.55 | 01/29/2018 | | M ⁽¹⁾ | 3,300 | ⁽⁴⁾ 05/21/2022 | Ordinary Shares | 3,300 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cooke Shane CONNAUGHT HOUSE 1 BURLINGTON ROAD DUBLIN 4 IRELAND | | | President, Alkermes plc | |

Signatures

/s/ Jennifer Baptiste, attorney-in-fact for Shane Cooke

01/29/2018

__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 on 5/19/17.
- (2) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 5/19/17.
- (3) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$60.00 to \$60.09. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- (4) 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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