

Alkermes plc.
Form 4
June 01, 2015

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 *
FRATES JAMES M

(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)
05/28/2015

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)
SVP & CFO, 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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Ordinary Shares | 05/28/2015 | | M | 2,500 | A \$ 0 | 85,115 | D |
| Ordinary Shares | 05/28/2015 | | F | 1,178 | D \$ 59.92 | 48,713 <u>(1)</u> <u>(2)</u> | D |
| Ordinary Shares | | | | | | 4,000 | I By Sons |
| Ordinary Shares | | | | | | 50,801 | I By 2014 GRAT <u>(3)</u> |
| Ordinary Shares | | | | | | 41,423 | I By 2015 GRAT <u>(4)</u> |

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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 |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Restricted Stock Unit Award | \$ 0 | 05/28/2015 | | M | 2,500 | 05/28/2014 ⁽⁵⁾ ⁽⁵⁾ | Ordinary Shares | 2,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------------|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| FRATES JAMES M CONNAUGHT HOUSE 1 BURLINGTON ROAD DUBLIN 4 IRELAND | | | SVP & CFO, Alkermes plc | |

Signatures

/s/ Jennifer Baptiste, attorney-in-fact for James M. Frates

06/01/2015

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).

Includes 6,199 shares received on May 29, 2015 pursuant to an annuity payment from the James M. Frates Grantor Retained Annuity

(1) Trust dated March 14, 2014 (the "2014 GRAT"), which was exempt from reporting obligations by virtue of Rule 16a-13 promulgated under the Securities Exchange Act of 1934, as amended.

Excludes 41,423 shares previously owned directly which were contributed to the James M. Frates Grantor Retained Annuity Trust dated

(2) May 29, 2015 (the "2015 GRAT") on June 1, 2015, which was exempt from reporting obligations by virtue of Rule 16a-13 promulgated under the Securities Exchange Act of 1934, as amended.

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- (3) Shares held by the 2014 GRAT. The Reporting Person is a trustee and beneficiary of the 2014 GRAT and may be deemed to share voting and dispositive power with regard to the reported shares held by the 2014 GRAT.
- (4) Shares held by the 2015 GRAT. The Reporting Person is a trustee and beneficiary of the 2015 GRAT and may be deemed to hold voting and dispositive power with regard to the reported shares held by the 2015 GRAT.
- (5) Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 5/28/14.

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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