

ELAN CORP PLC  
Form 6-K  
May 20, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16**

**under the Securities Exchange Act of 1934**

**For the month of May, 2013.**

**Commission File Number 001-13896**

**Elan Corporation, plc**

**(Translation of registrant's name into English)**

**Treasury Building, Lower Grand Canal Street, Dublin 2, Ireland**

**(Address of principal executive offices)**

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Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes  No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

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This Report of Foreign Issuer on Form 6-K is incorporated by reference into the Post-Effective Amendments on Forms F-3 and S-8 to the Registration Statement on Form F-3 of Elan Corporation, plc (Registration No. 333-100252), and the Registration Statements on Form S-8 of Elan Corporation, plc (Registration Nos. 333-100556, 333-07361, 333-121021, 333-135184, 333-135185, 333-154573, 333-181971 and 333-181973).

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**EXHIBIT LIST**

| Exhibit | Description  |
|---------|--|
| 99.1    | Elan Corporation, plc and Subsidiaries Unaudited Pro Forma Condensed Consolidated Financial Information.   |
| 99.2    | Elan Corporation, plc and Subsidiaries Capitalization.   |
| 99.3    | Elan Corporation, plc Unaudited Condensed Consolidated Financial Statements for the three Month Period Ended March 31, 2013.                           |
| 99.4    | Press release dated May 20, 2013 titled: Elan Announces Proposed Offering of US\$800.0 Million in Aggregate Principal Amount of Senior Notes Due 2021. |
| 99.5    | Press release dated May 20, 2013 titled: Elan Announces Transactions: Decisively Transforming the Company.   |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ELAN CORPORATION, PLC

By: /s/ William F. Daniel  
Name: William F. Daniel  
Title: Executive Vice President and

Company Secretary

Dated: May 20, 2013