

Alkermes plc.
Form 4
March 01, 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
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(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)
02/26/2016

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, Alks Inc; CFO ALKS

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)
Ordinary Shares	02/26/2016		M	2,625 A \$ 0	26,659 ⁽¹⁾	D	
Ordinary Shares					4,000	I	By Sons
Ordinary Shares					50,801	I	By 2014 GRAT ⁽²⁾
Ordinary Shares					41,423	I	By 2015 GRAT ⁽³⁾
Ordinary Shares					30,000	I	By 2015 GRAT No. 2 ⁽⁴⁾

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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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title or Name of
Restricted Stock Unit Award	\$ 0	02/26/2016		M	2,625	02/26/2016 ⁽⁵⁾ ⁽⁵⁾	Ordinary Shares 2
Employee Stock Option (Right to Buy)	\$ 32.27	02/29/2016		A	76,000	03/01/2017 ⁽⁶⁾ 02/28/2026	Ordinary Shares 7
Restricted Stock Unit Award	\$ 0	02/29/2016		A	18,000	03/01/2017 ⁽⁷⁾ ⁽⁷⁾	Ordinary Shares 1

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
FRATES JAMES M CONNAUGHT HOUSE 1 BURLINGTON ROAD DUBLIN 4 Ireland	SVP, Alks Inc; CFO ALKS

Signatures

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

03/01/2016

**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) Excludes 30,000 shares previously owned directly which were contributed to the James M. Frates Grantor Retained Annuity Trust No. 2 dated November 25, 2015 (the "2015 GRAT No. 2") on November 30, 2015, which was exempt from reporting obligations by virtue of Rule 16a-13 promulgated under the Securities Exchange Act of 1934, as amended.

(2) Shares held by James M. Frates Grantor Retained Annuity Trust dated March 14, 2014 (the "GRAT"). The Reporting Person is a trustee and beneficiary of the GRAT and may be deemed to hold voting and dispositive power with regard to the reported shares held by the GRAT.

(3) Shares held by the James M. Frates Grantor Retained Annuity Trust dated May 29, 2015 (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.

(4) Shares held by the 2015 GRAT No. 2. The Reporting Person is a trustee and beneficiary of the 2015 GRAT No. 2 and may be deemed to hold voting and dispositive power with regard to the reported shares held by the 2015 GRAT No. 2.

(5) Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing 2/26/2016.

(6) Shares subject to the stock option award vest in four equal annual installments commencing on 3/1/2017.

(7) Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing 3/1/2017.

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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