

Mallinckrodt plc
Form 4/A
September 08, 2014

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 *
Furey Raymond J.

(Last) (First) (Middle)
675 MCDONNELL BLVD.

(Street)

HAZELWOOD, MO 63042

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Mallinckrodt plc [MNK]

3. Date of Earliest Transaction
(Month/Day/Year)
08/14/2014

4. If Amendment, Date Original Filed(Month/Day/Year)
08/18/2014

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. VP & Chief Compliance Ofcr

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	08/15/2014	08/15/2014	F	(1)	2,341 \$ 69.61	D	D
Ordinary Shares	08/14/2014	08/14/2014	A	(2)	5,986 \$ 33,115 (2)	D	D
Ordinary Shares	08/15/2014	08/15/2014	F	(3)	2,689 \$ 69.61	D	D

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

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Furey Raymond J. 675 MCDONNELL BLVD. HAZELWOOD, MO 63042			Sr. VP & Chief Compliance Ofcr	

Signatures

/s/Miriam Rogers Singer,
Attorney-in-Fact

09/08/2014

**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 amendment is being filed to correct the following errors and omissions in the August 18, 2014 Form 4 of the reporting person. The sole change reflected in this revised line item is the price at which Mallinckrodt plc ("Mallinckrodt") ordinary shares were withheld for payment of tax liabilities as reported on the re-reporting person's Form 4 filed on August 18, 2014. The previously reported price was \$71.66. The correct price is \$69.61. The total amount of ordinary shares beneficially owned by the reporting person as reported in column 5 is equal to the number of ordinary shares beneficially owned by the reporting person as re-reported on the reporting person's subsequent Form 4 filed on September 3, 2014.
- (2) This new line item reflects the acquisition of an additional 5,986 ordinary shares of Mallinckrodt by the reporting person in connection with the conversion of his vested Questcor Pharmaceuticals, Inc. ("Questcor") stock options as a result of the acquisition of Questcor by Mallinckrodt plc ("Mallinckrodt") on August 14, 2014 pursuant to the Agreement and Plan of Merger, dated as of April 5, 2014, by and among Mallinckrodt, Questcor and Quincy Merger Sub, Inc. (the "Merger"). Such shares were inadvertently omitted from the reporting person's Form 4 filed on August 18, 2014. In connection with the Merger, each vested Questcor stock option held by Questcor executive officers (including the reporting person) converted into the right to receive (a) \$30.00 in cash and (b) 0.897 of an ordinary share of Mallinckrodt with respect to each share of Questcor common stock subject to such option immediately prior to the effective time of the Merger, net of the applicable exercise price.

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- In connection with the acquisition of Mallinckrodt ordinary shares described in footnote 2 above, 2,689 ordinary shares were withheld for
- (3) the payment of the exercise price and tax liabilities in connection with the conversion of the reporting person's vested Questcor stock options.

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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