

FRATES JAMES M
Form 4
November 30, 2017

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
CONNAUGHT HOUSE, 1
BURLINGTON ROAD

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/29/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Alks Inc; CFO ALKS

DUBLIN 4 Ireland

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	11/29/2017		M ⁽¹⁾	20,932 A	\$ 12.29 164,971	D	
Ordinary Shares	11/29/2017		S ⁽²⁾	20,532 D	\$ 50.4943 144,439	D	
Ordinary Shares	11/29/2017		S ⁽²⁾	400 D	\$ 51.25 144,039	D	
Ordinary Shares					4,000	I	By Sons
Ordinary Shares					31,940	I	By 2014 GRAT ⁽⁴⁾

Ordinary Shares	11,421	I	By 2015 GRAT No. 2 ⁽⁵⁾
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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 12.29	11/29/2017		M ⁽¹⁾	20,932	<u>(6)</u> 05/27/2018	Ordinary Shares 20,932

Reporting Owners

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

Signatures

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

11/30/2017

**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).

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- (1) This option exercise was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 6/9/17.
- (2) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 6/9/17.
- (3) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$50.00 to \$50.96. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
Shares held by James M. Frates Grantor Retained Annuity Trust dated March 14, 2014 (the "2014 GRAT"). The Reporting Person is a trustee and beneficiary of the 2014 GRAT and may be deemed to hold voting and dispositive power with regard to the reported shares held by the 2014 GRAT.
- (4) Shares held by the James M. Frates Grantor Retained Annuity Trust No. 2 dated November 25, 2015 (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) 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.
- (6) 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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