

BIBERSTEIN KATHRYN L
 Form 4
 February 21, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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 *
BIBERSTEIN KATHRYN L

(Last) (First) (Middle)
 852 WINTER ST.
 (Street)

WALTHAM, MA 02451

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
 02/16/2018

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)
 EVP/CAO/CCO/CRO Alks Inc;

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Ordinary Shares | 02/17/2018 | | M | 3,750 | A \$ 0 | 15,974 | D |
| Ordinary Shares | 02/17/2018 | | F | 1,148 | D \$ 67.26 | 14,826 | D |
| Ordinary Shares | 02/20/2018 | | M | 6,582 | A \$ 11.74 | 21,408 | D |
| Ordinary Shares | 02/20/2018 | | M | 3,588 | A \$ 18.105 | 24,996 | D |
| Ordinary Shares | 02/20/2018 | | M | 4,107 | A \$ 16.55 | 29,103 | D |

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| | | | | | | | | |
|-----------------|------------|---|-------|---|----------|---------|---|-----------------------------|
| Ordinary Shares | 02/20/2018 | M | 2,965 | A | \$ 33.72 | 32,068 | D | |
| Ordinary Shares | | | | | | 28,856 | I | By 2016 GRAT ⁽¹⁾ |
| Ordinary Shares | | | | | | 113,017 | I | By 2017 GRAT ⁽²⁾ |

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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Restricted Stock Unit Award | \$ 0 | 02/16/2018 | | A | 17,500 | 02/16/2019 ⁽³⁾ ⁽³⁾ | Ordinary Shares 1 |
| Employee Stock Option (Right to Buy) | \$ 67.26 | 02/16/2018 | | A | 71,000 | 02/16/2019 ⁽⁴⁾ 02/16/2028 | Ordinary Shares 7 |
| Restricted Stock Unit Award | \$ 0 | 02/17/2018 | | M | 3,750 | 02/17/2018 ⁽⁵⁾ ⁽⁵⁾ | Ordinary Shares 3 |
| Employee Stock Option (Right to Buy) | \$ 11.74 | 02/20/2018 | | M | 6,582 | ⁽⁶⁾ 05/17/2020 | Ordinary Shares 6 |
| Employee Stock Option (Right to Buy) | \$ 18.105 | 02/20/2018 | | M | 3,588 | ⁽⁶⁾ 05/20/2021 | Ordinary Shares 3 |

| | | | | | | | |
|--|----------|------------|---|-------|------------|------------|--------------------|
| Employee Stock Option (Right to Buy) | \$ 16.55 | 02/20/2018 | M | 4,107 | <u>(6)</u> | 05/21/2022 | Ordinary Shares |
| Employee Stock Option (Right to Buy) | \$ 33.72 | 02/20/2018 | M | 2,965 | <u>(6)</u> | 05/28/2023 | Ordinary Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BIBERSTEIN KATHRYN L 852 WINTER ST. WALTHAM, MA 02451 | | | EVP/CAO/CCO/CRO Alks Inc; | |

Signatures

/s/ Jennifer Baptiste, attorney-in-fact for Kathryn L. Biberstein

02/21/2018

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) Shares held by the Kathryn L. Biberstein 2016 Annuity Trust dated December 9, 2016 (the "2016 GRAT"). The Reporting Person is a trustee and beneficiary of the 2016 GRAT and may be deemed to hold voting and dispositive power with regard to the reported shares held by the 2016 GRAT.

(2) Shares held by the Kathryn L. Biberstein 2017 Annuity Trust dated December 11, 2017 (the "2017 GRAT"). The Reporting Person is a trustee and beneficiary of the 2017 GRAT and may be deemed to hold voting and dispositive power with regard to the reported shares held by the 2017 GRAT.

(3) Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 2/16/19.

(4) Shares subject to the stock option award vest in four equal annual installments commencing on 2/16/2019.

(5) Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 2/17/18.

(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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