

FRATES JAMES M
Form 4
June 13, 2018

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

(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)
06/12/2018

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)
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	06/12/2018		S ⁽¹⁾	16,842 D	\$ 50.0047 ⁽²⁾ 37,234 ^{(3) (4)}	D	
Ordinary Shares					4,000	I	By Sons
Ordinary Shares					17,204	I	By 2014 GRAT ⁽⁵⁾
Ordinary Shares					80,000	I	By 2018 GRAT
					45,000	I	No. 1 ⁽⁶⁾

Ordinary
Shares

By 2018
GRAT
No. 2 (7)

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

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

06/13/2018

__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) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 3/6/18.
- (2) 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 \$50.14. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.

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- Includes 14,736 shares received on May 1, 2018 pursuant to an annuity payment from the James M. Frates Grantor Retained Annuity Trust dated March 14, 2014 (the "2014 GRAT"), which was exempt from reporting obligations by virtue of Rule 16a-13 promulgated under the Securities Exchange Act of 1934, as amended.
- (3)

- Excludes 45,000 shares previously owned directly which were contributed to the James M. Frates 2018 Grantor Retained Annuity Trust No. 2 dated May 25, 2018 (the "2018 GRAT No. 2") on May 29, 2018, which was exempt from reporting obligations by virtue of Rule 16a-13 promulgated under the Securities Exchange Act of 1934, as amended.
- (4)

- Shares held by 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.
- (5)

- Shares held by the James M. Frates 2018 Grantor Retained Annuity Trust No. 1 dated February 22, 2018 (the "2018 GRAT No. 1"). The Reporting Person is a trustee and beneficiary of the 2018 GRAT No. 1 and may be deemed to hold voting and dispositive power with regard to the reported shares held by the 2018 GRAT No. 1.
- (6)

- Shares held by the 2018 GRAT No. 2. The Reporting Person is a trustee and beneficiary of the 2018 GRAT No. 2 and may be deemed to hold voting and dispositive power with regard to the reported shares held by the 2018 GRAT No. 2.
- (7)

Remarks:

EXHIBIT LIST: Exhibit 24.1 - Power of Attorney

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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