

Mallinckrodt plc
Form 4
January 04, 2017

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 *
Scholz Frank

(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)

01/02/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP Glob Ops & Pres Spec Gen

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	(A) or (D)	Price		
Ordinary Shares	01/02/2017		F		215	D	\$ 49.82	29,423 ⁽¹⁾	D
Ordinary Shares	01/03/2017		A		9,666 ⁽²⁾	A	\$ 0	39,089	D

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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(9-02)

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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)	Amount or Number of Shares
Employee Share Options (Right to Buy)	\$ 51.73	01/03/2017		A	54,301	01/03/2018 ⁽³⁾ 01/03/2027	Ordinary Shares	54,301
Employee Share Options (Right to Buy)	\$ 51.73	01/03/2017		A	54,301	01/03/2021 ⁽⁴⁾ 01/03/2027	Ordinary Shares	54,301

Reporting Owners

Reporting Owner Name / Address	Relationships
Scholz Frank 675 MCDONNELL BLVD. HAZELWOOD, MO 63042	Director 10% Owner Officer Other EVP Glob Ops & Pres Spec Gen

Signatures

/s/ Kenneth L. Wagner,
Attorney-in-Fact
01/04/2017

**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).

(1) Includes 763 shares acquired between April 6, 2016 and September 30, 2016 under the Mallinckrodt employee stock purchase plan.

(2) Represents restricted stock units that vest in four equal annual installments beginning January 3, 2018.

(3) The options vest in four equal annual installments beginning January 3, 2018.

(4) The options vest in their entirety on January 3, 2021.

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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