SEC Form 4

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

1. Name and Addres	1 0	erson*	2. Issuer Name and Ticker or Trading Symbol <u>Mallinckrodt plc</u> [MNK]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
WATKINS IA	<u>AIN J</u>				Director	10% Owner			
(1 aat)		(1.4:-1-11-)	3. Date of Earliest Transaction (Month/Day/Year)	- x	Officer (give title below)	Other (specify below)			
(Last) 675 MCDONNE	(First) LL BLVD.	(Middle)	04/01/2019		Chief HR Officer				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	/idual or Joint/Group Filir	ng (Check Applicable			
HAZELWOOD	MO	63042		X	Form filed by One Re	porting Person			
(City)	(State)	(Zip)	—		Form filed by More the Person	an One Reporting			
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 6. Ownership 7. Nature of Transaction Form: Direct Indirect Date Execution Date. Securities if any (Month/Day/Year) Beneficial (Month/Day/Year) Code (Instr. Beneficially (D) or Indirect 8) Owned Following (I) (Instr. 4) Ownership Reported Transaction(s) (Instr. 3 and 4) (Instr. 4) (A) or (D) Code v Amount Price 11,681(1) **Ordinary Shares** 04/01/2019 A A \$<mark>0</mark> 55,402 D 04/02/2019 \$22.8 54,216 D **Ordinary Shares** F 1,186 D

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) Securiti Acquirer (A) or Dispose of (D) (Ir 3, 4 and		ve es ed ed nstr.	Expiration Date (Month/Day/Year) r.		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Share Options (Right to Buy)	\$22.26	04/01/2019		A		53,457		04/01/2020 ⁽²⁾	04/01/2029	Ordinary Shares	53,457	\$0	53,457	D	

Explanation of Responses:

1. Represents restricted stock units that vest in four equal annual installments beginning April 1, 2020.

2. The options vest in four equal annual installments beginning April 1, 2020.

Remarks:

/s/ Stephanie D. Miller,

Attorney-in-Fact

04/03/2019

** Signature of Reporting Person Date

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

* 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).

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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