

Alkermes plc.  
Form 4  
September 20, 2011

**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 \*  
POPS RICHARD F

(Last) (First) (Middle)

TREASURY BUILDING, LOWER  
GRAND CANAL STREET

(Street)

DUBLIN 2

(City) (State) (Zip)

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

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

09/16/2011

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)

Director and CEO, Alkermes plc

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	09/16/2011		A	424,354	A (12) 424,354	D	

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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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	Amount Number of Shares
Employee Stock Option (Right to Buy)	\$ 8.55	09/16/2011		A		220,000		<u>(1)</u>	05/26/2019	Common Stock	220,000
Employee Stock Option (Right to Buy)	\$ 9.21	09/16/2011		A		500,000		<u>(3)</u>	11/18/2019	Common Stock	500,000
Employee Stock Option (Right to Buy)	\$ 12.29	09/16/2011		A		170,000		<u>(4)</u>	05/27/2018	Common Stock	170,000
Employee Stock Option (Right to Buy)	\$ 14.13	09/16/2011		A		50,000		<u>(5)</u>	11/05/2017	Common Stock	50,000
Employee Stock Option (Right to Buy)	\$ 11.74	09/16/2011		A		325,000		<u>(6)</u>	05/17/2020	Common Stock	325,000
Employee Stock Option (Right to Buy)	\$ 18.105	09/16/2011		A		400,000		<u>(7)</u>	05/20/2021	Common Stock	400,000
Incentive Stock Option (Right to Buy)	\$ 4.77	09/16/2011		A		20,968		<u>(8)</u>	07/18/2012	Common Stock	20,968
Incentive Stock Option	\$ 9.97	09/16/2011		A		10,030		<u>(8)</u>	04/25/2013	Common Stock	10,030

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(Right to Buy)									
Incentive Stock Option (Right to Buy)	\$ 12.3	09/16/2011	A	8,130	<u>(8)</u>	07/12/2014	Common Stock	8,130	
Incentive Stock Option (Right to Buy)	\$ 15.95	09/16/2011	A	6,269	<u>(8)</u>	06/01/2017	Common Stock	6,269	
Incentive Stock Option (Right to Buy)	\$ 18.6	09/16/2011	A	5,376	<u>(8)</u>	12/09/2015	Common Stock	5,376	
Incentive Stock Option (Right to Buy)	\$ 19.4	09/16/2011	A	5,155	<u>(8)</u>	10/02/2011	Common Stock	5,155	
Incentive Stock Option (Right to Buy)	\$ 20.79	09/16/2011	A	4,810	<u>(8)</u>	05/02/2016	Common Stock	4,810	
Non Qualified Stock Option (Right to Buy)	\$ 4.77	09/16/2011	A	104,032	<u>(8)</u>	07/18/2012	Common Stock	104,032	
Non Qualified Stock Option (Right to Buy)	\$ 7.36	09/16/2011	A	350,000	<u>(8)</u>	12/12/2012	Common Stock	350,000	
Non Qualified Stock Option (Right to Buy)	\$ 9.97	09/16/2011	A	156,220	<u>(8)</u>	04/25/2013	Common Stock	156,220	
	\$ 12.16	09/16/2011	A	184,125	<u>(8)</u>	12/10/2013		184,125	

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Non Qualified Stock Option (Right to Buy)								Common Stock	
Non Qualified Stock Option (Right to Buy)	\$ 12.3	09/16/2011	A	141,870	<u>(8)</u>	07/12/2014	Common Stock	141	
Non Qualified Stock Option (Right to Buy)	\$ 14.38	09/16/2011	A	120,000	<u>(8)</u>	12/12/2016	Common Stock	120	
Non Qualified Stock Option (Right to Buy)	\$ 14.57	09/16/2011	A	149,625	<u>(8)</u>	10/17/2013	Common Stock	149	
Non Qualified Stock Option (Right to Buy)	\$ 14.9	09/16/2011	A	350,000	<u>(8)</u>	12/17/2014	Common Stock	350	
Non Qualified Stock Option (Right to Buy)	\$ 15.95	09/16/2011	A	93,731	<u>(8)</u>	06/01/2017	Common Stock	93,	
Non Qualified Stock Option (Right to Buy)	\$ 18.6	09/16/2011	A	182,124	<u>(8)</u>	12/09/2015	Common Stock	182	
Non Qualified Stock Option (Right to	\$ 19.4	09/16/2011	A	244,845	<u>(8)</u>	10/02/2011	Common Stock	244	

Buy)

Non Qualified Stock Option (Right to Buy)	\$ 20.79	09/16/2011		A	88,940	<u>(8)</u>	05/02/2016	Common Stock	88,
Restricted Stock Award	\$ 0	09/16/2011		A	250,000	<u>(9)</u>	<u>(9)</u>	Common Stock	250
Restricted Stock Award	\$ 0	09/16/2011		A	25,000	<u>(11)</u>	05/26/2014 <sup>(11)</sup>	Common Stock	25,
Restricted Stock Unit Award	\$ 0	09/16/2011		A	24,375	<u>(6)</u>	<u>(6)</u>	Common Stock	24,
Restricted Stock Unit Award	\$ 0	09/16/2011		A	32,500	<u>(7)</u>	<u>(7)</u>	Common Stock	32,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POPS RICHARD F TREASURY BUILDING LOWER GRAND CANAL STREET DUBLIN 2	X		Director and CEO, Alkermes plc	

## Signatures

/s/ Jennifer Baptiste, attorney-in-fact for Richard F. Pops  
Date 09/20/2011

\*\*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) 50% vested as of 9/16/11, remainder vests in 2 equal annual installments beginning on 5/26/12.
- (2) Received in exchange for, and having substantially the same terms as, stock options of Alkermes, Inc. common stock in connection with the Merger.
- (3) 25% vested as of 9/16/11, remainder vests in 3 equal annual installments beginning on 11/18/11.
- (4) 75% vested as of 9/16/11, remainder vests on 5/27/12.
- (5) 75% vested as of 9/16/11, remainder vests on 11/5/11.
- (6) 25% vested as of 9/16/11, remainder vests in 3 equal annual installments beginning on 5/17/12.

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- (7) Vests in 4 equal annual installments beginning on 5/20/12.
- (8) These options are fully vested in accordance with their terms.
- (9) 50% vests on 11/18/12 and 50% vests on 11/18/13.
- (10) Received in exchange for, and having substantially the same terms as, restricted stock unit awards of Alkermes, Inc. common stock in connection with the Merger.  
  
Performance-based restricted stock unit award. Commencing on 5/26/10, a determination will be made if the performance criteria have been met. Shares subject to the award vest in full upon the achievement of the performance criteria. If such performance criteria have not been met within a period of five years from the date of grant, all of the shares subject to the award are forfeited.
- (11) Received in exchange for shares of Alkermes, Inc. common stock in connection with the merger of Alkermes, Inc. and the global drug delivery technologies business of Elan (the "Merger"). On 9/16/11, the effective date of the Merger, the closing price of ALKS was \$16.57 per share.
- (12)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.