

PERRIGO Co plc
Form 4
January 08, 2016

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 *
Brown Judy L

(Last) (First) (Middle)

C/O PERRIGO COMPANY, 515
EASTERN AVENUE

(Street)

ALLEGAN, MI 49010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PERRIGO Co plc [PRGO]

3. Date of Earliest Transaction
(Month/Day/Year)
01/06/2016

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)

Executive VP & CFO

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Ordinary Shares	01/06/2016		M ⁽¹⁾		1,516	A	\$ 35.85
Ordinary Shares	01/06/2016		S ⁽¹⁾		1,516	D	\$ 141.0184
Ordinary Shares	01/06/2016		M ⁽¹⁾		6,901	A	\$ 58.82
Ordinary Shares	01/06/2016		S ⁽¹⁾		6,901	D	\$ 141.791
Ordinary Shares	01/06/2016		M ⁽¹⁾		14,089	A	\$ 90.65

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Ordinary Shares	01/06/2016	<u>S</u> ⁽¹⁾	14,089	D	\$ <u>(4)</u>	142.3783	12,429	D
Ordinary Shares	01/06/2016	<u>M</u> ⁽¹⁾	5,231	A	\$	108.62	17,660	D
Ordinary Shares	01/06/2016	<u>S</u> ⁽¹⁾	5,231	D	\$ <u>(5)</u>	143.7247	12,429	D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option Right to Buy	\$ 35.85	01/06/2016		<u>M</u> ⁽¹⁾	1,516	<u>(6)</u> 08/25/2018	Ordinary Shares	1,516	
Employee Stock Option Right to Buy	\$ 58.82	01/06/2016		<u>M</u> ⁽¹⁾	6,901	<u>(7)</u> 08/19/2020	Ordinary Shares	6,901	
Employee Stock Option Right to Buy	\$ 90.65	01/06/2016		<u>M</u> ⁽¹⁾	14,089	<u>(8)</u> 08/23/2021	Ordinary Shares	14,089	
Employee Stock Option Right to Buy	\$ 108.62	01/06/2016		<u>M</u> ⁽¹⁾	5,231	<u>(9)</u> 08/23/2022	Ordinary Shares	5,231	

Buy

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Judy L C/O PERRIGO COMPANY 515 EASTERN AVENUE ALLEGAN, MI 49010			Executive VP & CFO	

Signatures

/s/ David A. McConnell, attorney-in-fact for Ms. Judy
Brown

01/07/2016

__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 transaction was effected pursuant to Rule 10b5-1 sales plan adopted by the reporting person on 12/1/2015. This 10b5-1 sales plan will expire on the close of business 12/31/2016.

(2) Price is a weighted average. Actual priced received ranged from \$141.00 - \$141.12. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(3) Price is a weighted average. Actual priced received ranged from \$141.15 - \$142.27. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(4) Price is a weighted average. Actual priced received ranged from \$142.20 - \$142.79. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(5) Price is a weighted average. Actual priced received ranged from \$142.45 - \$144.26. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(6) Exercisable in 3 equal annual installments beginning 8/25/2009.

(7) Exercisable in 3 equal annual installments beginning 8/19/2011.

(8) Exercisable in 3 equal annual installments beginning 8/23/2012.

(9) Exercisable in 3 equal annual installments beginning 8/23/2013.

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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