

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>ELAN CORP PLC</u>  (Last) (First) (Middle) <u>TREASURY BUILDING</u> <u>LOWER GRAND CANAL STREET</u>  (Street) <u>DUBLIN 2 L2 00000</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Alkermes plc. [ ALKS ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/13/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	03/13/2012		s		24,150,000 <sup>(1)</sup>	D	\$15.8 <sup>(2)</sup>	7,750,000	I <sup>(3)</sup>	Indirect <sup>(3)</sup>

**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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person\*  
ELAN CORP PLC  
 (Last) (First) (Middle)  
TREASURY BUILDING  
LOWER GRAND CANAL STREET  
 (Street)  
DUBLIN 2 L2 00000  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Elan Science Three Ltd  
 (Last) (First) (Middle)  
TREASURY BUILDING  
LOWER GRAND CANAL STREET  
 (Street)  
DUBLIN 2 L2 00000  
 (City) (State) (Zip)

**Explanation of Responses:**

- These shares were sold by Elan Science Three Limited ("ES3") in a marketed underwritten registered offering pursuant to a shelf registration statement on Form S-1 filed by Alkermes plc with the Securities and Exchange Commission (the "SEC"), which the SEC declared effective March 2, 2012 (File No. 333-179550).
- Represents a price to the public of \$16.50 per ordinary share less the underwriting discount.
- Shares directly owned by ES3. ES3 is an indirect, wholly-owned subsidiary of Elan Corporation, plc.

**Remarks:**

/s/ William F. Daniel

03/14/2012

\*\* 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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**

Joint Filer Information

Name: Elan Science Three Limited  
Address: Treasury Building, Lower Grand Canal Street,  
Dublin 2, Ireland

Designated Filer: Elan Corporation, plc

Issuer & Ticker Symbol: Alkermes plc (ALKS)

Date of Earliest  
Transaction Required  
to be Reported: 3/13/12

Signature: /s/ William F. Daniel  
Name: William F. Daniel  
Title: Company Secretary  
Elan Science Three Limited