

**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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>FRATES JAMES M</u>  (Last) (First) (Middle) <u>CONNAUGHT HOUSE</u> <u>1 BURLINGTON ROAD</u>  (Street) <u>DUBLIN 4</u> <u>IRELAND</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 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP &amp; CFO, Alkermes plc</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/20/2014</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares	05/20/2014		M		3,750	A	\$0	42,692	D	
Ordinary Shares	05/20/2014		F		1,769	D	\$43.98	40,923	D	
Ordinary Shares	05/21/2014		M <sup>(1)</sup>		7,000	A	\$14.9	47,923	D	
Ordinary Shares	05/21/2014		S <sup>(2)</sup>		7,000	D	\$44.2983 <sup>(3)</sup>	40,923	D	
Ordinary Shares	05/21/2014		M		3,750	A	\$0	44,673	D	
Ordinary Shares	05/21/2014		F		1,769	D	\$44.48	42,904	D	
Ordinary Shares								4,000	I	By Sons
Ordinary Shares								57,000	I	By GRAT <sup>(4)</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)		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 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
Restricted Stock Unit Award	\$0	05/20/2014		M			3,750	05/20/2012 <sup>(5)</sup>	(5)	Ordinary Shares	3,750	\$0	3,750	D	
Non Qualified Stock Option (Right to Buy)	\$14.9	05/21/2014		M <sup>(1)</sup>			7,000	(6)	12/17/2014	Ordinary Shares	7,000	\$0	92,870	D	
Restricted Stock Unit Award	\$0	05/21/2014		M			3,750	05/21/2013 <sup>(7)</sup>	(7)	Ordinary Shares	3,750	\$0	7,500	D	

**Explanation of Responses:**

- This option exercise was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$43.75 to \$44.66. Full information regarding the number of shares sold at each separate price can be furnished to the SEC staff upon request.
- Shares held by James M. Frates Grantor Retained Annuity Trust dated March 14, 2014 (the "GRAT"). The Reporting Person is a trustee and beneficiary of the GRAT and may be deemed to hold voting and dispositive power with regard to the reported shares held by the GRAT.
- Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 5/20/12.
- These options are fully vested in accordance with their terms.
- Shares subject to the restricted stock unit award vest in equal annual installments over a four year period, commencing on 5/21/13.

/s/ Jennifer Baptiste, attorney- 05/22/2014  
in-fact for James M. Frates

\*\* 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.**