Mallinckrodt plc Form 4/A November 06, 2014

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287

Beneficial

Ownership

(Instr. 4)

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Russell Angus C.

(First) (Middle)

675 MCDONNELL BLVD.

(Street)

HAZELWOOD, MO 63042

2. Issuer Name and Ticker or Trading

Symbol Mallinckrodt plc [MNK]

3. Date of Earliest Transaction

(Month/Day/Year) 08/14/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

08/18/2014

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

X_ Director 10% Owner Other (specify Officer (give title below)

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Code (D) Beneficially (D) or (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Following (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price **Ordinary** 08/14/2014 08/14/2014 Α 13,631 13,631 D (2)Shares

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

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration Da	ite	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Y	Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative		Securities	(Instr. 5)	Bene	
	Derivative				Securities			(Instr. 3 and	4)	Own
	Security				Acquired					Follo
					(A) or					Repo
					Disposed					Trans
					of (D)					(Instr
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date	Expiration	Title Amou	ınt	
					() ()		Date	or		
								Numb	er	
								of		
								Share	S	

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
Russell Angus C.							
675 MCDONNELL BLVD.	X						
HAZELWOOD, MO 63042							

Signatures

/s/Miriam Rogers Singer, 11/06/2014 Attorney-in-Fact

> **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).

This amendment is being filed to correct errors in the August 18, 2014 Form 4 for the reporting person. On August 14, 2014, Mallinckrodt plc ("Mallinckrodt") acquired Questcor Pharmaceuticals, Inc. ("Questcor") pursuant to the Agreement and Plan of Merger, dated as of April 5, 2014, by and among Mallinckrodt, Questcor and Quincy Merger Sub, Inc. (the "Merger"). In connection with the

- (1) Merger, at the effective time of the Merger (the "Effective Time"): (i) each share of Questcor common stock (except for certain shares defined in the Merger Agreement) and each outstanding share of restricted Questcor common stock granted to a non-employee director converted to the right to receive, without interest, (a) \$30.00 in cash and (b) 0.897 of an ordinary share of Mallinckrodt (together, the "Merger Consideration"), in exchange for such share of Questcor common stock or such restricted common stock; and
 - (ii) each outstanding option to purchase Questcor common stock granted to a non-employee director (whether vested or unvested) converted into the right to receive the Merger Consideration with respect to each share of Questcor common stock subject to such option immediately prior to the Effective Time, net of the applicable exercise price. The number of Mallinckrodt ordinary shares acquired by the
- (2) reporting person as a result of the conversion of Questcor common stock and restricted stock reported on the original Form 4 incorrectly included 9,157 ordinary shares; the correct number is 7,501 ordinary shares. The number of Mallinckrodt ordinary shares acquired by the reporting person as a result of the conversion of vested or unvested stock options, net of applicable exercise price reported on the original Form 4 incorrectly included 12,373 ordinary shares; the correct number is 6,130 ordinary shares.

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.

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