

Allergan plc
Form 4
February 03, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Darecca James

(Last) (First) (Middle)

CLONSHAUGH BUSINESS AND
TECHNOLOGY
PARK., COOLOCK, CO.

(Street)

DUBLIN, L2 D17 E400

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Allergan plc [AGN]

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

02/01/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
CHIEF ACCOUNTING OFFICER

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 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)
Ordinary Shares, par value \$0.0001	02/01/2017		A	238	A \$ 229.32	2,745	D
Ordinary Shares, par value \$0.0001	02/01/2017		F	92	D \$ 229.32	2,653 ⁽¹⁾	D

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

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 control number.

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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)
Ordinary Shares, par value \$0.0001	\$ 229.32	02/01/2017		C	238	02/01/2017 ⁽²⁾ 02/01/2017 ⁽²⁾	Ordinary Shares 238

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DArecca James CLONSHAUGH BUSINESS AND TECHNOLOGY PARK, COOLOCK, CO. DUBLIN, L2 D17 E400	CHIEF ACCOUNTING OFFICER

Signatures

/s/ A. Robert D. Bailey, Attorney-in-Fact for the Reporting Person

02/03/2017

__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) Includes restricted shares issued pursuant to the 2013 Incentive Award Plan of Allergan plc.

(2) Represents performance-based restricted share units ("PSUs") which vested on February 1, 2017, following certification of achievement by issuer of certain performance criteria. Each PSU represented a contingent right to receive ordinary shares of the Issuer equal to the

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product of the applicable performance multiple and the target number of shares underlying the PSU, as set forth in the award agreement between the Issuer and Reporting Person.

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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