| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| Estimated average burden | | |
|--------------------------|--|-----|
| hours per response: | | 0.5 |

| 1. Nume and Address of Reporting reison | | | 2. Issuer Name and Ticker or Trading Symbol <u>Mallinckrodt plc</u> [MNK] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|---------------------|--------------------|---|--|---|-----------------------|--|--|
| | | | | X | Director | 10% Owner | | |
| (Last) 675 MCDONNE | (First) LL BLVD. | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 07/21/2016 | | Officer (give title below) | Other (specify below) | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | idual or Joint/Group Filing (| Check Applicable | | |
| (Street) HAZELWOOD | МО | 63042 | | | Form filed by One Report Form filed by More than C Person | 0 | | |
| (City) | (State) | (Zip) | | | Person | | | |
| | Ta | ble I - Non-Deriva | tive Securities Acquired, Disposed of, or Benefi | cially (| Owned | | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code (| | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1130.4) |
| Ordinary Shares | 07/21/2016 | | Α | | 1,037(1) | Α | \$ <mark>0</mark> | 55,974 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 9. Number of 1. Title of 7. Title and 8. Price of Derivative 3. Transaction 3A. Deemed 5. Number 10. 11. Nature Derivative Security (Instr. 3) Expiration Date (Month/Day/Year) Conversion Execution Date Transaction Amount of derivative Ownership of Indirect Date (Month/Day/Year) of Derivative Code (Instr. 8) Securities Security (Instr. 5) or Exercise if anv Securities Form: Beneficial Beneficially Owned Price of Derivative (Month/Day/Year) Securities Underlying Direct (D) Ownership (Instr. 4) or Indirect (I) (Instr. 4) Acquired Derivative (A) or Disposed Following Reported Security Security (Instr. 3 and 4) of (D) (Instr. 3, 4 and 5) Transaction(s) (Instr. 4) Amount o Number Date Expiration of Code ν (A) (D) Exercisable Date Title Shares

Explanation of Responses:

1. Consists of restricted stock units that vest in their entirety as of the earlier of (a) March 16, 2017 or (b) the date of the Company's 2017 Annual General Meeting. The restricted stock units settle in ordinary shares upon vesting.

Remarks:

<u>/s/ Kenneth L. Wagner,</u> <u>Attorney-in-Fact</u>

07/25/2016

Date

** Signature of Reporting Person

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.