SEC Form 4

FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box if no longer subject to

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |
|--|
| or Section 30(b) of the Investment Company Act of 1940 |

| | | | of Section 30(n) of the investment Company Act of 1940 | | | | | | | | |
|-----------------------|----------------------|---------------------|---|---|--|--|--|--|--|--|--|
| 1. Name and Addres | 1 0 | son* | 2. Issuer Name and Ticker or Trading Symbol <u>Mallinckrodt plc</u> [MNK] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner V Officer (give title Other (specify | | | | | | | |
| (Last) 675 MCDONNE | (First) CLL BLVD. | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2023 | X below) below) EVP & Head of Corp Development | | | | | | | |
| (Street) HAZELWOOD | МО | 63042 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 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) | Rule 10b5-1(c) Transaction Indication | as made pursuant to a contract, instruction or written plan that is intended to | | | | | | | |
| | T | able I - Non-Deriva | tive Securities Acquired, Disposed of, or Benef | icially Owned | | | | | | | |

| 1. Title of Security (Instr. 3) | Date (Month/Day/Year) | | Transaction | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | | Form: Direct | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------|--|-------------|---|---|---------------|-------|------------------------------------|--------------|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130.4) |

| | 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. Transac Code (Ir 8) | | of Deri Sec Acq (A) Disp of (I | oosed D) tr. 3, 4 | 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 | Amount or Number of Shares | | | | |
| Restricted Stock Units | (1) | 06/30/2023 | | D | | | 40,377 | (1) | (1) | Ordinary Shares | 40,377 | \$0 ⁽¹⁾ | 0 | D | |

Explanation of Responses:

1. The restricted stock units (the "RSUs") granted on April 3, 2023 were canceled by mutual agreement of the reporting person and Mallinckrodt plc ("Mallinckrodt") in connection with the Board of Directors of Mallinckrodt's approval of a cash-based Key Employee Incentive Plan ("KEIP") that replaces the Company's existing 2023 short-term incentive and 2023 long-term incentive ("2023 LTI") programs for certain of its key officers, including the reporting person. Participation in the KEIP by the reporting person was subject to the cancelation of the reporting person's prior 2023 LTI program grants, including the reporting person's April 3, 2023 RSU grant.

Remarks:

This Form 4 constitutes a notice to the Issuer for purposes of Part V of the Companies Act 2014

/s/ Mark Tyndall, Attorney-in-

Fact

07/05/2023

** Signature of Reporting Person Date

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

 \ast 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.