

PERRIGO Co plc  
Form 4  
August 28, 2014

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
Needham Jeffrey			PERRIGO Co plc [PRGO]	(Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	____ Director <input checked="" type="checkbox"/> Officer (give title below)
C/O PERRIGO COMPANY, 515 EASTERN AVENUE			08/26/2014	____ 10% Owner ____ Other (specify below) Sr. VP Commercial Business Dev
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
ALLEGAN, MI 49010				
(City)	(State)	(Zip)		

**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	Price		
Ordinary Shares	08/26/2014		S		2,240	D	\$ 148.3001	5,199	D
							(1)		
Ordinary Shares	08/26/2014		M		1,959	A	\$ 90.65	7,158	D
Ordinary Shares	08/26/2014		S		1,959	D	\$ 148.477	5,199	D
							(2)		
Ordinary Shares	08/26/2014		M		3,924	A	\$ 108.62	9,123	D
Ordinary Shares	08/26/2014		S		3,924	D	\$ 148.7533	5,199	D

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(3)

Ordinary Shares	08/26/2014	M	2,082	A	\$ 119.78	7,281	D
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Ordinary Shares	08/26/2014	S	2,082	D	\$ 148.4689	5,199	D
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(4)

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

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SEC 1474  
(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)	8. Amount or Number of Shares
Employee Stock Option Right to Buy	\$ 90.65	08/26/2014		M	1,959	(5) 08/23/2021	Ordinary Shares	1,959
Employee Stock Option Right to Buy	\$ 108.62	08/26/2014		M	3,924	(6) 08/23/2022	Ordinary Shares	3,924
Employee Stock Option Right to Buy	\$ 119.78	08/26/2014		M	2,082	(7) 08/22/2023	Ordinary Shares	2,082

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer

Other

Needham Jeffrey  
C/O PERRIGO COMPANY  
515 EASTERN AVENUE  
ALLEGAN, MI 49010

Sr. VP Commercial Business Dev

## Signatures

/s/ Jeffrey R.  
Needham

08/28/2014

\_\_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) The price in column 4 is a weighted average. The prices actually received ranged from \$148.09 to \$148.59. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(2) The price in column 4 is a weighted average. The prices actually received ranged from \$148.30 to \$148.77. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(3) The price in column 4 is a weighted average. The prices actually received ranged from \$148.34 to \$149.09. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(4) The price in column 4 is a weighted average. The prices actually received ranged from \$148.15 to \$148.79. For all transactions reported in this Form 4 utilizing a weighted average price, the reporting person undertakes to provide upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the range.

(5) Exercisable in 3 equal annual installments beginning 8/23/12.

(6) Exercisable in 3 equal annual installments beginning 8/23/13

(7) Exercisable in 3 equal annual installments beginning 8/22/14.

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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