

Meury William
Form 4
February 16, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Meury William

(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)
02/14/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Chief Commercial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 (A) or Disposed of (D) | | | 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 Ownership (Instr. 4) |
|-------------------------------------|--------------------------------------|--|--------------------------------|---|-------|-----------------|---|--|-----------------------------------|
| | | | | Code | V | Amount or Price | | | |
| Ordinary Shares, par value \$0.0001 | 02/14/2018 | | M | | 1,957 | A | \$ 51.07 | 56,944 ⁽¹⁾ ₍₂₎ | D |
| Ordinary Shares, par value \$0.0001 | 02/14/2018 | | M | | 2,765 | A | \$ 51.07 | 59,709 ⁽²⁾ | D |
| Ordinary Shares, par value | 02/14/2018 | | M | | 1,510 | A | \$ 66.2 | 61,219 ⁽²⁾ | D |

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| | | | | | | | | |
|----------------------------------|------------|---|--------|---|---------------------------------|-----------------------|---|--|
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | M | 17,381 | A | \$ 66.2 | 78,600 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | S | 25,079 | D | \$ 157.18 ⁽³⁾ | 53,521 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | S | 1,200 | D | \$ 157.6 ⁽⁴⁾ | 52,321 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par vaule | 02/14/2018 | S | 1,700 | D | \$ 158.78 ⁽⁵⁾ | 50,621 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | S | 2,400 | D | \$ 159.82 ⁽⁶⁾ | 48,221 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par vaule | 02/14/2018 | S | 1,000 | D | \$ 161.1 ⁽⁷⁾ | 47,221 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | S | 4,700 | D | \$ 162.22 ⁽⁸⁾ | 42,521 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | S | 7,200 | D | \$ 163.04 ⁽⁹⁾ | 35,321 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | S | 2,000 | D | \$ 164.62 ⁽¹⁰⁾ | 33,321 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |
| Ordinary Shares, par value | 02/14/2018 | S | 13,600 | D | \$ 165.16 ⁽¹¹⁾ | 19,721 ⁽²⁾ | D | |
| \$0.0001 | | | | | | | | |

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

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SEC 1474
(9-02)

displays a currently valid OMB control number.

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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Incentive Stock Option | \$ 51.07 | 02/14/2018 | | M | 1,957 | <u>(12)</u> 12/07/2018 | Ordinary Shares | 1,957 |
| Non-Qualified Options to Purchase Common Stock | \$ 51.07 | 02/14/2018 | | M | 2,765 | <u>(13)</u> 12/07/2018 | Ordinary Shares | 2,765 |
| Incentive Stock Option | \$ 66.2 | 02/14/2018 | | M | 1,510 | <u>(14)</u> 12/06/2019 | Ordinary Shares | 1,510 |
| Non-Qualified Options to Purchase Common Stock | \$ 66.2 | 02/14/2018 | | M | 17,381 | <u>(15)</u> 12/06/2019 | Ordinary Shares | 17,381 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Meury William CLONSHAUGH BUSINESS AND TECHNOLOGY PARK, COOLOCK, CO. DUBLIN, L2 D17 E400 | | | Chief Commercial Officer | |

Signatures

/s/ A. Robert D. Bailey, Attorney-in-Fact for the Reporting Person 02/16/2018

__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 total number of shares reported has been reduced by 423 due to prior inadvertent over-reporting of shares beneficially owned by the Reporting Person.
- (2) Includes restricted shares issued pursuant to the 2013 Incentive Award Plan of Allergan plc.
- (3) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$156.29 to \$157.26, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (4) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$157.30 to \$158.04, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (5) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$158.30 to \$159.28, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (6) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$159.41 to \$160.40, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (7) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$160.59 to \$161.54, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (8) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$161.67 to \$162.64, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (9) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$162.68 to \$163.56, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (10) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$164.04 to \$165.02, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (11) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$165.05 to \$165.34, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (12) The option vested on December 8, 2013.
- (13) The option vested in five equal installments on December 8, 2009, 2010, 2011, 2012 and 2013.
- (14) The option vested on December 7, 2014.
- (15) The option vested in five equal installments on December 7, 2010, 2011, 2012, 2013 and 2014.

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.