

PERRIGO Co plc
Form 3
April 09, 2015

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Coucke Marc</p> <p>(Last) (First) (Middle)</p> <p>C/O PERRIGO COMPANY PLC,Â 515 EASTERN AVENUE</p> <p>(Street)</p> <p>ALLEGAN,Â MIÂ 49010</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/30/2015</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>PERRIGO Co plc [PRGO]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive VP & GM</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Ordinary Shares	5,397,711 <u>(1)</u> <u>(2)</u>	I	Alychlo NV <u>(3)</u>

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Coucke Marc C/O PERRIGO COMPANY PLC 515 EASTERN AVENUE ALLEGAN, MI 49010	Â	Â	Â Executive VP & GM	Â

Signatures

/s/ David McConnell, Attorney-in-fact for Mr. Coucke

04/09/2015

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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 reporting person and his spouse are the principal shareholders of Alychlo NV ("Alychlo"). On March 30, 2015, Alychlo acquired 5,397,711 ordinary shares of Perrigo Company plc ("Perrigo", and the shares "Perrigo Shares") in connection with Perrigo's acquisition of Omega Pharma Invest NV, all pursuant to a share purchase agreement dated November 6, 2014 (the "Share Purchase Agreement"). Of the 5,397,711 Perrigo Shares issued to Alychlo, 1,081,742 Perrigo Shares are being held in escrow until June 30, 2016 pursuant to the terms of a share escrow agreement, and are subject to possible forfeiture until that time to satisfy indemnity claims arising under the Share Purchase Agreement as specified in the share escrow agreement. After the closing of Alychlo's acquisition of 5,397,711 Perrigo Shares on March 30, 2015, Mylecke Management, Art & Invest NV, represented by Marc Coucke, was appointed Executive Vice President and General Manager of Perrigo's Omega Pharma business unit.

(2) Pursuant to the terms of a lock-up agreement dated March 30, 2015 entered into in connection with the Share Purchase Agreement, without the issuer's prior written consent, the transfer or other disposition of the 5,397,711 Perrigo Shares acquired by Alychlo are restricted 50% until March 30, 2017 and the remaining 50% until March 30, 2018, subject to certain permitted exceptions.

(3) Alychlo NV is a Belgium-based limited liability company in which Marc Coucke and his spouse are the principal shareholders.

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.