

Bailey A Robert D
Form 4
October 30, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Bailey A Robert D

(Last) (First) (Middle)

CLONSHAUGH BUSINESS AND
TECHNOLOGY
PARK, COOLOCK, CO.

(Street)

DUBLIN 2, 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)

03/29/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)

Chief Legal Officer & Corp Sec

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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) (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 Ownership Indirect Beneficial Ownership (Instr. 4)
Ordinary Shares, par value \$0.001	03/29/2017		L	2.122 A	\$ 242.21 (1) (5)	12,215.122 (1) (5)	D
Ordinary Shares, par value \$0.001	06/16/2017		L	2.185 A	\$ 235.96 (2) (5)	17,651.307 (2) (5)	D
Ordinary Shares, par value	10/26/2017		M	7,988 (3)	A (4) (5)	25,639.307 (5)	D

\$0.0001

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

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(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
Performance Based Restricted Share Unit	(4)	10/26/2017		M	7,988	(4) (4)	Ordinary Shares	7,988

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bailey A Robert D CLONSHAUGH BUSINESS AND TECHNOLOGY PARK COOLOCK, CO. DUBLIN 2, L2 D17 E400			Chief Legal Officer & Corp Sec	

Signatures

/s/ A. Robert D.
Bailey

10/30/2017

**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).

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- (1) Includes 2.1220 shares acquired on March 29, 2017 pursuant to a broker-assisted dividend reinvestment plan.
- (2) Includes shares reported on previously-filed Form 4s on April 4, 2017 and May 16, 2017, and includes 2.1850 shares acquired on June 16, 2017 pursuant to a broker-assisted dividend reinvestment plan.
- (3) The reported securities are restricted share units, each of which represents a right to receive one ordinary share of Allergan plc. The restricted share units will vest in equal installments on each of December 31, 2017, December 31, 2018 and December 31, 2019.
Each Performance Based Restricted Share Unit or PSU represented a contingent right to receive a number of Ordinary Shares equal to the
- (4) product of the applicable performance multiple and the target number of shares underlying the PSU, as set forth in the award agreement between the Issuer and the Reporting Person.
- (5) Includes restricted shares issued pursuant to the 2013 Incentive Award Plan of Allergan plc.

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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