

Mallinckrodt plc
Form 4
May 12, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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 *
PAULSON & CO INC

2. Issuer Name and Ticker or Trading Symbol
Mallinckrodt plc [MNK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1251 AVENUE OF THE AMERICAS

3. Date of Earliest Transaction (Month/Day/Year)
05/07/2014

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

(Street)
NEW YORK, NY 10020

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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 (A) or (D) Price			
Ordinary shares, \$0.20 par value ⁽¹⁾	05/07/2014		P ⁽²⁾	428,959 ⁽²⁾	\$ 73.3591 ⁽²⁾	6,367,552	I ⁽¹⁾ By Managed Funds and Accounts
Ordinary shares, \$0.20 par value ⁽¹⁾	05/08/2014		P ⁽³⁾	87,248 ⁽³⁾	\$ 76.8431 ⁽³⁾	6,454,800	I ⁽¹⁾ By Managed Funds and Accounts
Ordinary shares, \$0.20 par value ⁽¹⁾	05/09/2014		P ⁽⁴⁾	270,000 ⁽⁴⁾	\$ 73.0131 ⁽⁴⁾	6,724,800	I ⁽¹⁾ By Managed Funds and Accounts

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Reflects transactions executed in multiple trades at prices ranging from \$73.00 to \$73.47. The price reported reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which such transactions were effected.

- (3) Reflects transactions executed in multiple trades at prices ranging from \$76.78 to \$76.99. The price reported reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which such transactions were effected.

- (4) Reflects transactions executed in multiple trades at prices ranging from \$72.91 to \$73.05. The price reported reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer or a security holder of the Issuer full information regarding the number of shares and prices at which such transactions were effected.

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.