

Mallinckrodt plc
Form DEFA14A
February 23, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 14A

(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Mallinckrodt public limited company
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:

- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

- (4) Proposed maximum aggregate value of transaction:

- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:

- (2) Form, Schedule or Registration Statement No.:

- (3) Filing Party:

- (4) Date Filed:

Notice to Shareholders

On February 23, 2017, Virgil D. Thompson, a member of the Board of Directors (the Board) of Mallinckrodt plc (the Company), notified the Company that he will not stand for re-election to the Board at the Company s 2017 Annual General Meeting of Shareholders (the Annual Meeting). Mr. Thompson stated that he decided to not stand for re-election for health reasons and not due to any disagreement with the Company on any matter relating to the Company s operations, policies, or practices.

Because Mr. Thompson will not be a nominee for election as a director at the Annual Meeting, there are now only nine nominees for election as directors. Each of the other nominees is named in our Notice of 2017 Annual General Meeting of Shareholders and Proxy Statement (the Proxy Statement). Shareholders may continue to use the same proxy card that was made available with the Proxy Statement. Any votes cast for Mr. Thompson will not be counted. It is not necessary for you to re-submit the proxy card if you have already done so.