

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

**SCHEDULE 14A**

**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 under § 240.14a-12

**Alkermes plc**

(Name of Registrant as Specified In Its Charter)

**Sarissa Capital Management LP  
Sarissa Capital Offshore Master Fund LP  
Sarissa Catapult Holdings Ltd  
Sarissa Capital Catapult Fund LLC  
Sarissa Capital Hawkeye Fund LP  
ISP Fund LP  
Sarissa Capital Master Fund II LP  
Sarissa Capital Athena Fund Ltd  
Atom Master Fund LP  
Sarissa Capital Fund GP LP  
Sarissa Capital Fund GP LLC  
Sarissa Capital Offshore Fund GP LLC  
Sarissa Capital Management GP LLC  
Alexander J. Denner, Ph.D.  
Patrice Bonfiglio  
Sarah J. Schlesinger, M.D.**

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

Payment of Filing Fee (Check all boxes that apply):

- No fee required  
 Fee paid previously with preliminary materials  
 Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11

This filing contains a press release issued on June 26, 2023 by Sarissa Capital. This filing also contains materials posted by Sarissa Capital to [www.upgradealkermes.com](http://www.upgradealkermes.com) in connection with the press release.

**SARISSA ISSUES PRESENTATION HIGHLIGHTING SARISSA NOMINEES ARE QUALIFIED TO CREATE VALUE FOR ALKERMES SHAREHOLDERS**

**Independent proxy advisory firm ISS recognizes the qualifications of Sarissa nominees and advises shareholders to support Sarah Schlesinger**

**In light of upcoming oncology spin, ISS recommends that shareholders withhold support from cancer specialist Richard Gaynor**

Greenwich, CT, June 26, 2023 – Sarissa Capital Management LP (“Sarissa”) today issued a presentation detailing the need for shareholder representation on the board of Alkermes plc (NASDAQ: ALKS) accessible at the link below:

**Presentation:** <https://upgradealkermes.com/pr062623>

For additional information please visit our website at [upgradealkermes.com](http://upgradealkermes.com).  
#UpgradeAlkermes

If you have any questions regarding your BLUE universal proxy card or need assistance in executing your proxy card, please contact:

**D.F. King & Co., Inc.**

Shareholders call Toll-Free: (866) 207-3648

All Others Call: (212) 493-6952

Email: [ALKS@dfking.com](mailto:ALKS@dfking.com)

Your vote at Alkermes' Annual General Meeting of Shareholders on June 29, 2023 is very important. **We urge all shareholders to vote "FOR" the election of the Sarissa Nominees, "AGAINST" the compensation of the Company's named executive officers, and "FOR" all other proposals in our proxy statement.**

You can vote in one of three easy ways: by internet at [www.cesvote.com](http://www.cesvote.com), by telephone at 1-888-693-8683 or by mail using the **BLUE** universal proxy card and postage-paid envelope sent to you.

If you vote by internet or telephone, you will be required to provide the unique control number printed on your **BLUE** universal proxy card.

Contact: Dayna Packes  
Sarissa Capital Management LP  
[info@sarissacap.com](mailto:info@sarissacap.com)

**Additional Information**

Sarissa Capital Management LP (“Sarissa Capital”), together with other participants, filed a definitive proxy statement and an accompanying BLUE universal proxy card with the SEC on June 2, 2023, in connection with the solicitation of shareholders of the Company for the 2023 annual general meeting of shareholders (the “Annual Meeting”). Shareholders are advised to read the definitive proxy statement and other documents related to the Annual Meeting as they contain important information.

The definitive proxy statement and other relevant documents are available at no charge on the SEC’s website at [www.sec.gov](http://www.sec.gov). The definitive proxy statement and other relevant documents filed by Sarissa Capital are also available at no charge at [www.upgradealkermes.com](http://www.upgradealkermes.com) or by directing a request to Sarissa Capital’s proxy solicitor, D.F. King & Co., Inc., 48 Wall Street, New York, New York 10005 (Shareholders can call toll-free: (866) 207-3648).



# SARISSA CAPITAL

M A N A G E M E N T L P

Alkermes Presentation  
June 26, 2023

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# VOTE THE **BLUE** UNIVERSAL CARD TO UPGRADE ALKERMES

ONLY VOTE 1 CARD. DISCARD THE WHITE PROXY CARD

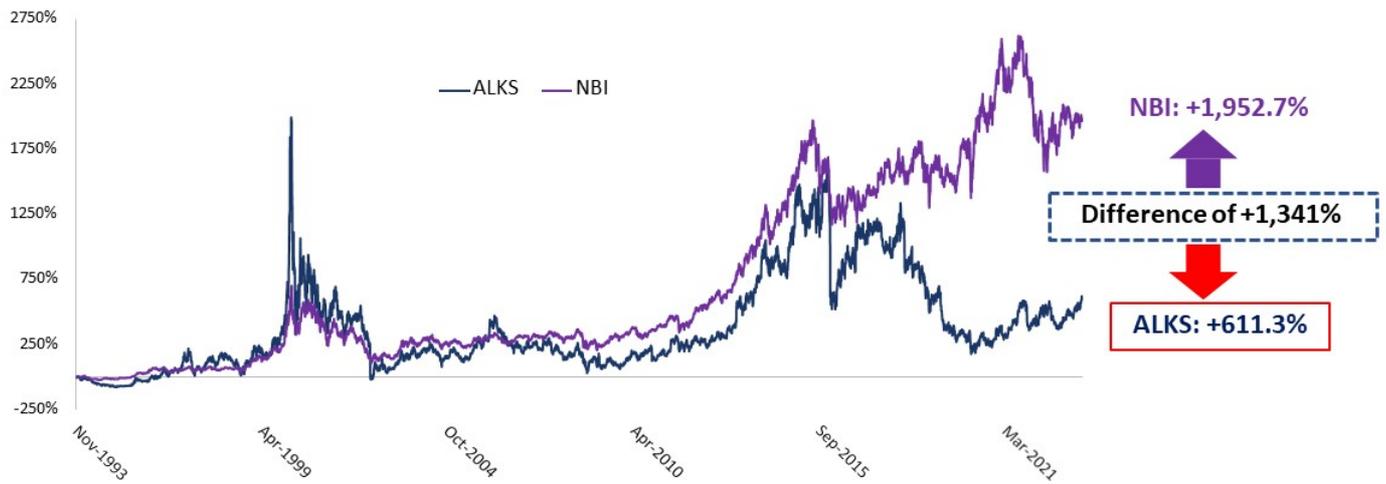
- Vote “**FOR**” the election of Sarissa Nominees
- Vote “**AGAINST**” the compensation of the Company’s named executive officers
- Vote “**FOR**” all other proposals in our proxy statement

Vote before General Meeting of Alkermes shareholders scheduled for June 29, 2023.  
We urge all shareholders to vote today.

[UPGRADEALKERMES.COM](https://www.upgradealkermes.com)



# Under Richard Pops, Alkermes has underperformed and squandered shareholder capital for >30 years



Nasdaq Biotechnology Index (NBI) started 11/1/1993  
Source: Bloomberg. Price performance from 11/1/1993 to 6/23/2023



# Pops' empire building has squandered cash flows and made Alkermes into a collection of subscale businesses



Billions of cheap free cash flows from royalties burned

Bloated commercial infrastructure, subscale and competing against pharma giants

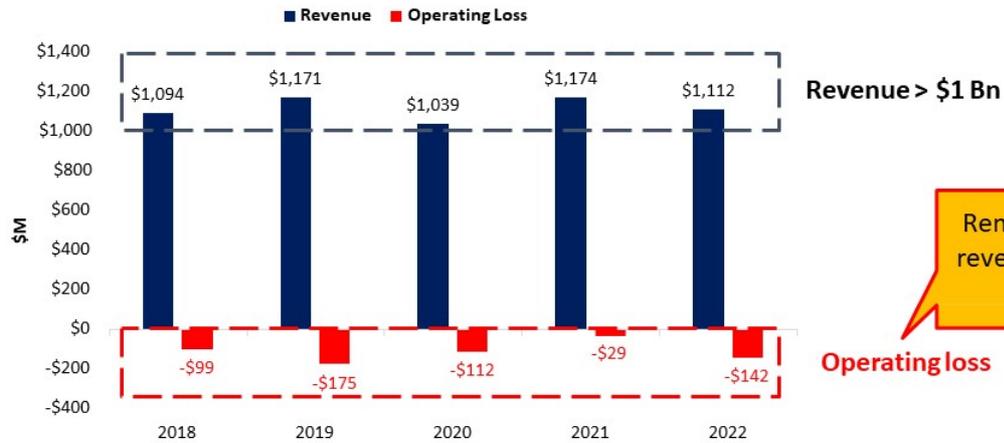
Manufacturing not a core strength and likely unprofitable venture

Hundreds of millions of annual R&D spend with little regard for ROI

ROI: return on investment

# Despite multiple years with revenues >\$1Bn, the company continues to operate at a loss

Alkermes Revenue vs Operating Loss



Sources: Alkermes corporate filings

# Independent proxy advisory firm ISS recognizes that “leadership lacks either the ability or the desire to reduce spending relative to revenue”

“The **persistently low gross margin is the problem**, not the change in recent quarters.”

“[T]he **company's leadership has not demonstrated a commitment to lowering costs...** there is risk that the pending windfall [from the Jansen settlement] will be squandered...”



“[T]he **persistently negative operating margins**, even in the face of the company's commitment to profitability targets, is troubling”

“[T]he **persistent negative return on investment at ALKS is unsustainable.**”

“[T]he implication of this trend [significant increases in SG&A spend relative to sales] is that **the company's leadership lacks either the ability or the desire to reduce spending relative to revenue**”

Source: ISS Report (6/16/2023)



# ISS agrees that Alkermes would benefit from direct shareholder representation added to the board now

"[T]he board's ability to oversee management may be constrained by the combined long tenures of the Chairman/CEO and the lead independent director."

"A dissident nominee is needed on the board to add urgency and pressure on management to change"



Sarissa Capital "has made a compelling case that the prolonged inability of the incumbent leadership of Alkermes to transition to profitability warrants change in the boardroom."

Source: ISS Report (6/16/2023)

# Sarissa has nominated three qualified director candidates



Biogen



Ironwood  
IRONWOOD PHARMACEUTICALS

The  
Medicines  
Company

Bioverativ



Alex Denner, Ph.D.



AMARIN

Arbalet Capital

ARROWHAWK  
CAPITAL PARTNERS

Ridgefield Capital

PequotCapital

Patrice Bonfiglio



INNOVIVA

ARMATA  
PHARMACEUTICALS

The  
Medicines  
Company



Sarah Schlesinger, M.D.



# ISS recognizes the positive contributions to shareholders that Dr. Schlesinger could bring to the Alkermes board

## *Institution Shareholder Services Vote Recommendation and Statements:*

*"In consideration of the dissident's case for change and the nominees' qualifications for the board, shareholders are advised to support Sarah Schlesinger on the dissident (BLUE) card..."*

*"...Sarah Schlesinger, has professional expertise in biopharmaceutical R&D and experience serving on the boards of several biopharmaceutical companies..."*

*"Gaynor appears to be the right choice to remove from the board to make room for Schlesinger..."*

Source: ISS Report (6/16/2023)



In contrast, ISS recommends shareholders withhold support from cancer specialist Richard Gaynor



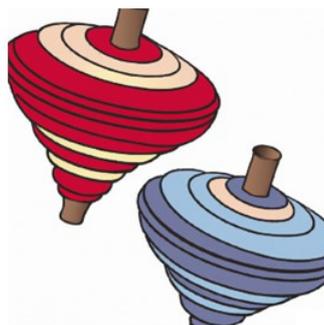
ISS Recommendation	Support ✓	Withhold Support ✗
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**“Gaynor appears to be the right choice to remove from the board to make room for Schlesinger because his removal would not result in a net loss of medical experience or expertise in biopharma research and development...”**

Source: ISS Report (6/16/2023), Zailab



ISS agrees that Gaynor, a cancer specialist, is no longer needed on the board as Alkermes refocuses on neuroscience and spins out oncology in 2H23



**“...with the pending spin of the oncology business, the value of Gaynor's drug approval experience will be reduced.”**

Source: ISS Report (6/16/2023)



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Vote before General Meeting of Alkermes shareholders scheduled for June 29, 2023.  
We urge all shareholders to vote today.

[UPGRADEALKERMES.COM](https://www.upgradealkermes.com)



## Shareholders are strongly encouraged to submit their votes today *or risk having their votes not counted*

Shareholders can vote in one of three easy ways:

- **Voting by Internet** – Visit [www.cesvote.com](http://www.cesvote.com). You will be prompted to provide the unique control number featured on your **BLUE** universal proxy card.
- **Vote by Phone** – Dial the toll-free number 1-888-693-8683. You will be prompted to provide the unique control number featured on your **BLUE** universal proxy card.
- **Voting by Mail** – Sign, date and return your **BLUE** universal proxy card in the postage-paid envelope sent to you.

The General Meeting of Alkermes shareholders is scheduled for June 29, 2023. We urge all shareholders to vote today **“FOR” the election of the Sarissa Nominees, “AGAINST” the compensation of the Company’s named executive officers, and “FOR” all other proposals in our proxy statement.**



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48 Wall Street

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**Shareholders call toll-free:** (866) 207-3648

**Banks and Brokers call:** (212) 493-6952

**By Email:** [ALKS@dfking.com](mailto:ALKS@dfking.com)

VOTE THE BLUE PROXY CARD TODAY FOR YOUR VOTES TO COUNT AT THE ALKERMES' ANNUAL GENERAL MEETING OF SHAREHOLDERS ON JUNE 29, 2023



# Disclosures

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# Disclosures

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# Disclosures

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## ADDITIONAL INFORMATION

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