Mylan N.V. Form 4 March 07, 2017

# FORM 4

## **OMB APPROVAL**

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

OMB 3235-0287 Number:

January 31,

Check this box if no longer subject to Section 16. Form 4 or

Expires: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2005 Estimated average burden hours per response... 0.5

Form 5

obligations

may continue.

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 See Instruction

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Campbell Paul			Issuer Name and Ticker or Trading     Symbol     Mylan N.V. [MYL]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
			(Month/Day/Year)	Director 10% Owner			
BUILDING 4, TRIDENT PLACE, MOSQUITO WAY  (Street)			03/03/2017	_X Officer (give title Other (specify below)  See Remarks  6. Individual or Joint/Group Filing(Check			
			4. If Amendment, Date Original				
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
HATFIELD	,			Form filed by More than One Reporting Person			

#### HATFIELD, HERTFORDSHIRE, X0 AL10 9UL

(City)	(State)	(Zip) Tabl	e I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)			
Ordinary Shares	03/04/2017		X	480	A	\$0	10,434	D		
Ordinary Shares	03/04/2017		F	187 (1)	D	\$ 45.18	10,247	D		
Ordinary Shares	03/04/2017		X	189	A	\$ 0	423	I	By Spouse	
Ordinary Shares	03/04/2017		F	74 (1)	D	\$ 45.18	349	I	By Spouse	
Ordinary Shares	03/05/2017		M	1,035	A	\$0	11,282	D		

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Ordinary Shares	03/05/2017	F	341 (2)	D	\$ 45.18	10,941	D	
Ordinary Shares	03/05/2017	X	460	A	\$ 0	11,401	D	
Ordinary Shares	03/05/2017	F	179 (3)	D	\$ 45.18	11,222	D	
Ordinary Shares						318	I	By 401(k) Plan

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

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SEC 1474

(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)	Code	5. Number of or 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 Amou of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Shar
Employee Stock Option - Right to Buy	\$ 45.18	03/03/2017		A	4,392		<u>(4)</u>	03/03/2027	Ordinary Shares	4,3
Restricted Stock Units	\$ 0	03/03/2017		A	2,491		<u>(5)</u>	<u>(5)</u>	Ordinary Shares	2,4
Restricted Stock Units	\$ 0	03/03/2017		A	659		(5)	<u>(5)</u>	Ordinary Shares	65
Restricted Stock Units	\$ 0	03/04/2017		X		480	<u>(6)</u>	<u>(6)</u>	Ordinary Shares	48
Restricted Stock Units	\$ 0	03/04/2017		X		189	(6)	<u>(6)</u>	Ordinary Shares	18
Performance Restricted Stock Units	\$ 0	03/05/2017		M		1,035	<u>(7)</u>	<u>(7)</u>	Ordinary Shares	1,0
Restricted Stock Units	\$ 0	03/05/2017		X		460	(8)	(8)	Ordinary Shares	46

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# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Campbell Paul

BUILDING 4, TRIDENT PLACE, MOSQUITO WAY HATFIELD, HERTFORDSHIRE, X0 AL10 9UL

See Remarks

# **Signatures**

/s/ Bradley L. Wideman, by power of attorney

03/07/2017

\*\*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).
- (1) Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of a portion of the restricted stock units (RSUs) granted on March 4, 2015.
- (2) Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of the performance restricted stock units (PRSUs) granted on March 5, 2014.
- (3) Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of a portion of the RSUs granted on March 5, 2014.
- (4) These options vest in three equal annual installments beginning on March 3, 2018 and expire on March 3, 2027.
- (5) Each RSU represents the right to receive one ordinary share of Mylan N.V. The RSUs vest in three equal annual installments beginning on March 3, 2018.
- (6) Each RSU represents the right to receive one ordinary share of Mylan N.V. One-third of the RSUs granted on March 4, 2015 vested on each of March 4, 2016 and March 4, 2017, and the remainder of this award will vest on March 4, 2018.
- (7) Each PRSU represents the right to receive one ordinary share of Mylan N.V. The PRSUs were initially granted on March 5, 2014, subject to the attainment of previously established three-year performance goals and a vesting period. The PRSUs fully vested on March 5, 2017.
- (8) Each RSU represents the right to receive one ordinary share of Mylan N.V. One-third of the RSUs granted on March 5, 2014 vested on each of March 5, 2015, March 5, 2016, and March 5, 2017.

#### Remarks:

Senior Vice President, Chief Accounting Officer & Corporate Controller

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.

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