

Mauro Anthony
Form 4
March 06, 2018

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 *
Mauro Anthony

(Last) (First) (Middle)

**BUILDING 4, TRIDENT PLACE,
MOSQUITO WAY**

(Street)

**HATFIELD,
HERTFORDSHIRE, X0 AL10 9UL**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Mylan N.V. [MYL]

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

03/02/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Commercial Officer

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Ordinary Shares	03/02/2018		M		4,757 (1)	A	\$ 22.66	147,435	D
Ordinary Shares	03/02/2018		S		12,257	D	\$ 40.35	135,178	D
Ordinary Shares	03/03/2018		M		5,534	A	\$ 0	140,712	D
Ordinary Shares	03/03/2018		F		2,310 (2)	D	\$ 40.97	138,402	D
Ordinary Shares	03/04/2018		M		2,056	A	\$ 0	140,458	D

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Ordinary Shares	03/04/2018	F	895 ⁽³⁾	D	\$ 40.97	139,563	D	
Ordinary Shares	03/04/2018	M	13,880	A	\$ 0	153,443	D	
Ordinary Shares	03/04/2018	F	5,759 ⁽⁴⁾	D	\$ 40.97	147,684	D	
Ordinary Shares						5,574	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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(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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of
Employee Stock Option - Right to Buy	\$ 22.66	03/02/2018		M		4,757		<u>(5)</u>	03/02/2021	Ordinary Shares	4,757
Employee Stock Option - Right to Buy	\$ 40.97	03/02/2018		A		29,833		<u>(6)</u>	03/02/2028	Ordinary Shares	29,833
Restricted Stock Units	\$ 0	03/02/2018		A		18,307		<u>(7)</u>	<u>(7)</u>	Ordinary Shares	18,307
Restricted Stock Units	\$ 0	03/03/2018		M		5,534		<u>(8)</u>	<u>(8)</u>	Ordinary Shares	5,534
Restricted Stock Units	\$ 0	03/04/2018		M		2,056		<u>(9)</u>	<u>(9)</u>	Ordinary Shares	2,056
Performance Restricted Stock Units	\$ 0	03/04/2018		M		13,880		<u>(10)</u>	<u>(10)</u>	Ordinary Shares	13,880

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mauro Anthony BUILDING 4, TRIDENT PLACE, MOSQUITO WAY HATFIELD, HERTFORDSHIRE, X0 AL10 9UL			Chief Commercial Officer	

Signatures

/s/ Kevin Macikowski, by power of attorney

03/06/2018

__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 the acquisition of Mylan ordinary shares upon exercise of stock options granted on March 2, 2011.
 - (2) 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 3, 2017.
 - (3) Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of a portion of the RSUs granted on November 17, 2015.
 - (4) Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of the performance restricted stock units (PRSUs) granted on November 17, 2015.
 - (5) The grant, of which these options were a part, vested in three equal installments beginning on March 2, 2012.
 - (6) 9,945 of the options will vest on March 2, 2019, and 9,944 of the options will vest on each of March 2, 2020 and March 2, 2021. The options expire on March 2, 2028.
 - (7) Each RSU represents the right to receive one ordinary share of Mylan N.V. 6,103 of the RSUs will vest on March 2, 2019, and 6,102 will vest on each of March 2, 2020 and March 2, 2021.
 - (8) Each RSU represents the right to receive one ordinary share of Mylan N.V. 5,534 of the RSUs granted on March 3, 2017 vested on March 3, 2018, 5,534 will vest on March 3, 2019, and 5,533 will vest March 3, 2020.
 - (9) Each RSU represents the right to receive one ordinary share of Mylan N.V. 2,057 of the RSUs granted on November 17, 2015 vested on March 4, 2016, and 2,056 vested on each of March 4, 2017 and March 4, 2018.
- Each PRSU represents the right to receive one ordinary share of Mylan N.V. The PRSUs were initially granted on November 17, 2015, subject to the attainment of previously established two-year performance goals and a vesting period. The PRSUs fully vested on March 4, 2018.

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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