

Malik Rajiv
Form 4
March 06, 2018

FORM 4

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

OMB APPROVAL

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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 *
Malik Rajiv

(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)
President

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Ordinary Shares	03/02/2018		S		\$ 40.9139 (1)	D	
Ordinary Shares	03/03/2018		M		\$ 0	D	
Ordinary Shares	03/03/2018		F		5,472 (2)	D	
Ordinary Shares	03/04/2018		M		\$ 0	D	
	03/04/2018		F		\$ 40.97	D	

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Ordinary Shares						2,324 <u>(3)</u>					
Ordinary Shares	03/04/2018		M			35,532	A	\$ 0	549,146	D	
Ordinary Shares	03/04/2018		F			14,977 <u>(4)</u>	D	\$ 40.97	534,169	D	
Ordinary Shares									250,000	I	By Grantor Retained Annuity Trust

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)
					(A)	(D)	Date Exercisable	Expiration Date	
Employee Stock Option - Right to Buy	\$ 40.97	03/02/2018		A	71,600		<u>(5)</u>	03/02/2028	Ordinary Shares
Restricted Stock Units	\$ 0	03/02/2018		A	43,935		<u>(6)</u>	<u>(6)</u>	Ordinary Shares
Restricted Stock Units	\$ 0	03/03/2018		M		12,395	<u>(7)</u>	<u>(7)</u>	Ordinary Shares
Restricted Stock Units	\$ 0	03/04/2018		M		5,264	<u>(8)</u>	<u>(8)</u>	Ordinary Shares
Performance Restricted Stock Units	\$ 0	03/04/2018		M		35,532	<u>(9)</u>	<u>(9)</u>	Ordinary Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Malik Rajiv BUILDING 4, TRIDENT PLACE, MOSQUITO WAY HATFIELD, HERTFORDSHIRE, X0 AL10 9UL	X		President	

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 weighted average price of the reporting person's disposition of 50,000 shares in transactions ranging from \$40.78 to \$41.13. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of ordinary shares sold at each separate price within the range set forth in this footnote.
- (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) 23,867 of the options will vest on March 2, 2019, 23,866 will vest on March 2, 2020, and 23,867 will vest on March 2, 2021. The options expire on March 2, 2028.
- (6) 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 2, 2019.
- (7) Each RSU represents the right to receive one ordinary share of Mylan N.V. 12,395 of the RSUs granted on March 3, 2017 vested on March 3, 2018, and 12,395 will vest on each of March 3, 2019 and March 3, 2020.
- (8) Each RSU represents the right to receive one ordinary share of Mylan N.V. 5,264 of the RSUs granted on November 17, 2015 vested on each of March 4, 2016, March 4, 2017, and March 4, 2018.
- (9) 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. 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.