

Cortes Fernando
Form 4/A
February 01, 2019

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 *
Cortes Fernando

(Last) (First) (Middle)
5301 LEGACY DRIVE
(Street)

PLANO, TX 75024
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Keurig Dr Pepper Inc. [KDP]

3. Date of Earliest Transaction
(Month/Day/Year)
07/09/2018

4. If Amendment, Date Original Filed(Month/Day/Year)
07/10/2018

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Chief Supply Chain 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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock	07/09/2018 ⁽¹⁾		J	0	(2) A \$ 0 12,461	D	

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)

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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 Securities (Instr. 3 and 4)	Amount or Number of Share
				Code V (A) (D)	(A) (D)	Date Exercisable Expiration Date Date	Title	
Employee Stock Option (Right to Buy)	\$ 14.81 <u>(3)</u>	07/09/2018		M ⁽³⁾	37,538 <u>(3)</u>	07/09/2018 03/02/2026	Common Stock	37,538 <u>(3)</u>
Employee Stock Option (Right to Buy)	\$ 15.23 <u>(4)</u>	07/09/2018		M ⁽⁴⁾	37,452 <u>(4)</u>	07/09/2018 03/02/2027	Common Stock	37,542 <u>(4)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cortes Fernando 5301 LEGACY DRIVE PLANO, TX 75024			Chief Supply Chain Officer	

Signatures

Kristin E. Blazewicz, attorney
in fact 02/01/2019

 **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).

Pursuant to the Agreement and Plan of Merger, dated January 29, 2018, ("Agreement"), between Maple Parent Holdings Corp., ("Maple"), Dr Pepper Snapple Group, Inc. ("DPS") and Salt Merger Sub, Inc., ("SMS"), SMS merged on July 9, 2018 into Maple (the
(1) "Merger"), with Maple surviving the Merger as a wholly-owned subsidiary of DPS. DPS was renamed Keurig Dr Pepper Inc. ("KDP").
The Reporting Person elected to have each issued and outstanding DPS stock option converted into KDP stock options at the effective time of the Merger.

The original Form 4 filed on July 10, 2018 (the "Original Form 4") by the Reporting Person erroneously reported a total of 12,074 shares
(2) of outstanding DPS stock options converted into 12,074 shares of DPS common stock. The Reporting Person instead opted to have each
issued and outstanding DPS stock option converted into KDP stock options pursuant to the Agreement at the effective time of the Merger.
As a result the amount of securities beneficially owned by the Reporting Person on the Original Form 4 following the reported
transactions should have been reported as 12,461 and not 24,540.

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(3) The Original Form 4 reported 6,044 shares of outstanding DPS stock options granted on March 2, 2016 converted into 6,044 shares of DPS common stock. The Reporting Person instead had opted to have each issued and outstanding DPS stock option converted into KDP stock options, pursuant to the Merger. Table II should have shown \$14.81 in Column 2 and not \$94.62; and 37,538 in Column 5(A) and Column 7 and not 6,044; and 37,538 in Column 9 and not 0.

(4) The Original Form 4 reported 6,030 shares of outstanding DPS stock options granted on March 2, 2017 converted into 6,030 shares of DPS common stock. The Reporting Person instead had opted to have each issued and outstanding DPS stock option converted into KDP stock options, pursuant to the Merger. Table II should have shown \$15.23 in Column 2 and not \$91.98; and 37,452 in Column 5(A) and Column 7 and not 6,030; and 37,452 in Column 9 and not 0.

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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