

MYLAN INC.
Form 4
March 04, 2014

FORM 4

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

OMB APPROVAL

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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 *
RIZZO DANIEL C JR

(Last) (First) (Middle)
1000 MYLAN BLVD
(Street)

CANONSBURG, PA 15317

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MYLAN INC. [MYL]

3. Date of Earliest Transaction (Month/Day/Year)
03/02/2014

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)
SVP, Corp Controller & CAO

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		
Common Stock	03/02/2014		M		2,104 A \$ 0	72,459	D
Common Stock	03/02/2014		F		667 D \$ 55.57 (1)	71,792	D
Common Stock	03/02/2014		M		11,572 A \$ 0	83,364	D
Common Stock	03/02/2014		F		3,679 D \$ 55.57 (2)	79,685	D
Common Stock	03/03/2014		M		1,418 A \$ 22.66	81,103	D

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Common Stock	03/03/2014	S	1,418	D	\$ 55.501 (3) (4)	79,685	D	
Common Stock	03/03/2014	M	6,585	A	\$ 23.44	86,270	D	
Common Stock	03/03/2014	S	6,585	D	\$ 55.501 (3) (4)	79,685	D	
Common Stock	03/03/2014	M	4,413	A	\$ 22.66	84,098	D	
Common Stock	03/03/2014	F	1,802	D	\$ 55.52 (5)	82,296	D	
Common Stock						382	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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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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	03/02/2014		M	2,104	(6)	(6)	Common Stock	2,104
Performance Restricted Stock Units	\$ 0	03/02/2014		M	11,572	(7)	(7)	Common Stock	11,572
Stock Option Right to Buy	\$ 22.66	03/03/2014		M	5,831	(8)	03/02/2021	Common Stock	5,831
Stock Option Right to Buy	\$ 23.44	03/03/2014		M	6,585	(9)	02/22/2022	Common Stock	6,585

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RIZZO DANIEL C JR 1000 MYLAN BLVD CANONSBURG, PA 15317			SVP, Corp Controller & CAO	

Signatures

/s/ Daniel C. Rizzo, Jr. 03/04/2014

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 shares for the tax liability associated with the vesting of a portion of the restricted stock units (RSUs) granted on March 2, 2011.
- (2) Represents withholding of shares for the tax liability associated with the vesting of the performance restricted stock units (PRSUs) granted on March 2, 2011.
- (3) Represents the weighted average price of the reporting person's disposition of shares in transactions ranging from \$55.50 to \$55.51.
- (4) 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 shares sold at each separate price within the range set forth in footnote 3 to this Form 4.
- (5) The officer has entered into an attestation stock swap whereby the option exercise costs have been covered by long shares owned which resulted in a net amount of 2,611 shares.
- (6) Each RSU represents the right to receive one share of Mylan Inc. common stock. The award fully vested on March 2, 2014.
- (7) Each PRSU represents the right to receive one share of Mylan Inc. common stock. The PRSUs were initially granted on March 2, 2011, subject to the attainment of previously established three-year performance goals and a vesting period. The PRSUs fully vested on March 2, 2014.
- (8) The options vested in three equal installments on March 2, 2012, 2013, and 2014.
- (9) Two-thirds of these options vested in equal installments on February 22, 2013 and 2014. The remainder of these options will vest on February 22, 2015.

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.