

Malik Rajiv
Form 4
March 05, 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 *
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)
03/01/2019

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	03/01/2019		D			324,061 ⁽¹⁾	\$ 0	254,812	D	
Ordinary Shares	03/02/2019		M			14,645	\$ 0	269,457	D	
Ordinary Shares	03/02/2019		F			6,464 ⁽²⁾	\$ 27.45	262,993	D	
Ordinary Shares	03/03/2019		M			12,395	\$ 0	275,388	D	
Ordinary Shares	03/03/2019		F			5,471 ⁽³⁾	\$ 27.45	269,917	D	

Ordinary Shares	127,008	I	By Grantor Retained Annuity Trust
Ordinary Shares	100,000	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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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)	Amount of Underlying Security
					V	(A)	(D)	Date Exercisable		
Employee Stock Option - Right to Buy	\$ 27.45	03/01/2019		A		60,053	(4)	03/01/2029	Ordinary Shares	60,053
Restricted Stock Units	\$ 0	03/01/2019		A		100,547	(5)	(5)	Ordinary Shares	100,547
Restricted Stock Units	\$ 0	03/02/2019		M		14,645	(6)	(6)	Ordinary Shares	14,645
Restricted Stock Units	\$ 0	03/03/2019		M		12,395	(7)	(7)	Ordinary Shares	12,395

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Malik Rajiv
BUILDING 4, TRIDENT PLACE, MOSQUITO WAY X President
HATFIELD, HERTFORDSHIRE, X0 AL10 9UL

Signatures

/s/ Kevin Macikowski, by power of attorney 03/05/2019

__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).
- (1) Represents forfeiture of unvested restricted ordinary shares received under the One-Time Special Performance-Based Five-Year Realizable Value Incentive Program as a result of the applicable performance conditions not having been met.
- (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 2, 2018.
- (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 3, 2017.
- (4) 20,018 of the options will vest on March 2, 2020, 20,017 will vest on March 2, 2021, and 20,018 will vest on March 2, 2022. The options expire on March 1, 2029.
- (5) Each RSU represents the right to receive one ordinary share of Mylan N.V. 33,516 of the RSUs will vest on March 2, 2020, 33,515 will vest on March 2, 2021, and 33,516 will vest on March 2, 2022.
- (6) Each RSU represents the right to receive one ordinary share of Mylan N.V. 14,645 of the RSUs granted on March 2, 2018 vested on March 2, 2019, and 14,645 will vest on each of March 2, 2020 and March 2, 2021.
- (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 each of March 3, 2018 and March 3, 2019, and 12,395 will vest on March 3, 2020.

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.