

Mylan N.V.
Form 4
December 30, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
COURY ROBERT J

(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)
12/28/2016

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)

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 (A) or Price (D) | | |
| Ordinary Shares | 12/28/2016 | | M | | 76,290 A \$ 0 | 415,553 ⁽¹⁾ | D |
| Ordinary Shares | 12/28/2016 | | F | | 36,662 ₍₂₎ D \$ 37.5 | 378,891 | D |
| Ordinary Shares | 12/28/2016 | | M | | 71,951 A \$ 0 | 450,842 | D |
| Ordinary Shares | 12/28/2016 | | F | | 34,577 ₍₂₎ D \$ 37.5 | 416,265 | D |
| Ordinary Shares | 12/28/2016 | | M | | 96,283 A \$ 0 | 512,548 | D |

Edgar Filing: Mylan N.V. - Form 4

Ordinary Shares 12/28/2016 F 46,269⁽²⁾ D \$ 37.5 466,279 D

Ordinary Shares 1,000,000 I By Grantor Retained Annuity Trust ⁽³⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (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 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 | 12/28/2016 | | M | 76,290 | <u>(4)</u> | <u>(4)</u> | Ordinary Shares | 76,290 |
| Performance Restricted Stock Units | \$ 0 | 12/28/2016 | | M | 71,951 | <u>(5)</u> | <u>(5)</u> | Ordinary Shares | 71,951 |
| Performance Restricted Stock Units | \$ 0 | 12/28/2016 | | M | 96,283 | <u>(6)</u> | <u>(6)</u> | Ordinary Shares | 96,283 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| COURY ROBERT J BUILDING 4, TRIDENT PLACE, MOSQUITO WAY HATFIELD, HERTFORDSHIRE, X0 AL10 9UL | X | | | |

Signatures

/s/ Bradley L. Wideman, by power of
attorney

12/30/2016

__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) Includes 4,957 ordinary shares of Mylan N.V. ("Mylan") previously owned indirectly through Mylan's 401(k) and Profit Sharing Plan.
- (2) Represents withholding of ordinary shares of Mylan for the tax liability associated with the settlement of restricted stock units ("RSUs") or performance restricted stock units ("PRSUs"), as applicable.
- (3) On April 26, 2016, the reporting person contributed 1,000,000 ordinary shares of Mylan to a grantor retained annuity trust of which the reporting person is the sole trustee and sole annuitant.
- (4) Each RSU represents the right to receive one ordinary share of Mylan. The RSUs were granted on November 17, 2015 and February 17, 2016. The RSUs vested on June 24, 2016 and were settled on December 28, 2016.
- (5) Each PRSU represents the right to receive one ordinary share of Mylan. The PRSUs were granted on November 17, 2015. The PRSUs vested on June 24, 2016 and were settled on December 28, 2016.
- (6) Each PRSU represents the right to receive one ordinary share of Mylan. The PRSUs were granted on February 17, 2016. The PRSUs vested on June 24, 2016 and were settled on December 28, 2016.

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.