

Gallagher Daniel Martin Jr  
 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 \*  
 Gallagher Daniel Martin Jr

(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)  
 03/02/2019

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)

Chief Legal 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	(A) or (D)	Price
Ordinary Shares	03/02/2019		M		7,811	A	\$ 0
							12,093
Ordinary Shares	03/02/2019		F		3,744 (1)	D	\$ 27.45
							8,349
Ordinary Shares	03/03/2019		M		8,218	A	\$ 0
							16,567
Ordinary Shares	03/03/2019		F		3,949 (2)	D	\$ 27.45
							12,618

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 Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Restricted Stock Units	\$ 0	03/02/2019		M	7,811	(3) (3)	Ordinary Shares	7,811
Restricted Stock Units	\$ 0	03/03/2019		M	8,218	(4) (4)	Ordinary Shares	8,218

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gallagher Daniel Martin Jr BUILDING 4, TRIDENT PLACE, MOSQUITO WAY HATFIELD, HERTFORDSHIRE, X0 AL10 9UL			Chief Legal Officer	

## 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 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.
- (2) Represents withholding of ordinary shares for the tax liability associated with the vesting and settlement of a portion of the RSUs granted on May 12, 2017.

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- Each RSU represents the right to receive one ordinary share of Mylan N.V. 7,811 of the RSUs granted on March 2, 2018 vested on March 2, 2019, and, in accordance with the terms of the consulting agreement, entered into on February 25, 2019, by and between Mylan Inc. and the reporting person (Consulting Agreement), 15,621 will vest on March 15, 2020.
- (3)
- (4) Each RSU represents the right to receive one ordinary share of Mylan N.V. 8,218 of the RSUs granted on May 12, 2017 vested on each of March 3, 2018 and March 3, 2019, and, in accordance with the terms of the Consulting Agreement, 8,218 will vest on March 15, 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.