

Catalent, Inc.
 Form 3
 September 12, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Dolan Christine		(Month/Day/Year)	Catalent, Inc. [CTLT]	
(Last)	(First)	(Middle)	09/08/2016	
C/O CATALENT, INC., 14 SCHOOLHOUSE ROAD			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
SOMERSET, NJ 08873			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			See Remarks	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	5,737 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Common Stock	Â (2)	05/25/2022	Common Stock	26,250	\$ 18.57	D	Â
Common Stock	Â (3)	05/25/2022	Common Stock	5,250	\$ 18.57	D	Â
Common Stock	Â (4)	07/30/2024	Common Stock	11,122	\$ 20.5	D	Â
Common Stock	Â (5)	08/27/2025	Common Stock	6,777	\$ 31.96	D	Â
Common Stock	Â (6)	08/26/2026	Common Stock	10,199	\$ 24.44	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dolan Christine C/O CATALENT, INC. 14 SCHOOLHOUSE ROAD SOMERSET, NJ 08873	Â	Â	Â See Remarks	Â

Signatures

Christine Caputo, by power of attorney
09/12/2016

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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 restricted stock units.
- (2) On May 25, 2012, the reporting person was granted options to purchase 26,250 shares of common stock of the Issuer which vest and become exercisable in five equal annual installments beginning on May 25, 2013.
- (3) On May 25, 2012 the reporting person was granted options to purchase 8,750 shares of common stock of the Issuer which vest and become exercisable in five equal annual installments based on satisfaction of certain performance criteria for each of the fiscal years ending 2013, 2014, 2015, 2016 and 2017. The performance criteria for 2013, 2014 and 2015 were met, resulting in vesting of the option as to 5,250 shares in the aggregate.
- (4) On July 30, 2014, the reporting person was granted options to purchase 11,122 shares of common stock of the Issuer which vest and become exercisable in four equal annual installments beginning on July 30, 2015.
- (5) On August 27, 2015, the reporting person was granted options to purchase 6,777 shares of common stock of the Issuer which vest and become exercisable in four equal annual installments beginning on August 27, 2016.
- (6) On July 26, 2016, the reporting person was granted options to purchase 10,199 shares of common stock of the Issuer which vest and become exercisable in four equal annual installments beginning July 26, 2017.

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Remarks:

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Senior Vice President - Product Development

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. **ame="#*>***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)**The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 27, 2015.**(2)**The shares underlying the option were 100% vested upon the date of grant.

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