

MYLAN INC.  
Form 4  
February 03, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**BRESCH HEATHER M**

(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)  
01/30/2015

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 Executive 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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |   |
| Common Stock                    | 01/30/2015                           |  | M                              |   | 112,475<br>(1)  | A  | \$ 21.13 657,202 D                                    |
| Common Stock                    | 01/30/2015                           |  | S                              |   | 112,475<br>(2)  | D  | \$ 53.7283 544,727 D                                  |
| Common Stock                    | 02/02/2015                           |  | M                              |   | 15,551<br>(1)   | A  | \$ 21.13 560,278 D                                    |
| Common Stock                    | 02/02/2015                           |  | M                              |   | 119,422<br>(3)  | A  | \$ 22.66 679,700 D                                    |
| Common Stock                    | 02/02/2015                           |  | M                              |   | 40,817<br>(4)   | A  | \$ 23.44 720,517 D                                    |

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|              |            |   |                   |   |                          |         |   |                      |
|--------------|------------|---|-------------------|---|--------------------------|---------|---|----------------------|
| Common Stock | 02/02/2015 | S | 175,790           | D | \$<br><u>(5)</u> 52.8739 | 544,727 | D |                      |
| Common Stock | 02/03/2015 | M | <u>(4)</u> 76,520 | A | \$ 23.44                 | 621,247 | D |                      |
| Common Stock | 02/03/2015 | M | <u>(6)</u> 47,211 | A | \$ 30.9                  | 668,458 | D |                      |
| Common Stock | 02/03/2015 | S | 123,731           | D | \$<br><u>(7)</u> 53.0135 | 544,727 | D |                      |
| Common Stock |            |   |                   |   |                          | 1,157   | I | By<br>401(k)<br>Plan |

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) |              |                      |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------|
|   |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount Number Shares |
| Employee Stock Option - Right to Buy <u>(8)</u> | \$ 21.13   | 01/30/2015                           |  | M                              | 112,475   | <u>(9)</u>   | 03/03/2020  | Common Stock | 112,475              |
| Employee Stock Option - Right to Buy <u>(8)</u> | \$ 21.13   | 02/02/2015                           |  | M                              | 15,551  | <u>(9)</u>   | 03/03/2020  | Common Stock | 15,551               |
| Employee Stock Option - Right to Buy <u>(8)</u> | \$ 22.66   | 02/02/2015                           |  | M                              | 119,422   | <u>(10)</u>  | 03/02/2021  | Common Stock | 119,422              |

|   |          |            |   |        |             |            |              |        |
|---|----------|------------|---|--------|-------------|------------|--------------|--------|
| Employee Stock Option - Right to Buy <sup>(8)</sup> | \$ 23.44 | 02/02/2015 | M | 40,817 | <u>(11)</u> | 02/22/2022 | Common Stock | 40,817 |
| Employee Stock Option - Right to Buy <sup>(8)</sup> | \$ 23.44 | 02/03/2015 | M | 76,520 | <u>(11)</u> | 02/22/2022 | Common Stock | 76,520 |
| Employee Stock Option - Right to Buy <sup>(8)</sup> | \$ 30.9  | 02/03/2015 | M | 47,211 | <u>(12)</u> | 03/06/2023 | Common Stock | 47,211 |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| BRESCH HEATHER M<br>1000 MYLAN BLVD<br>CANONSBURG, PA 15317 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Bradley L. Wideman, by power of attorney  
Date: 02/03/2015

\*\*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 acquisition of Mylan common stock upon exercise of stock options granted on March 3, 2010.  
Represents the weighted average price of shares sold by the broker on behalf of certain non-employee directors and executive officers of Mylan on January 30, 2015. The broker sold, in the aggregate on behalf of such non-employee directors and executive officers, 403,595 shares in transactions ranging from \$53.01 to \$54.00 with a weighted average price of \$53.5684 as well as 205,341 shares in transactions ranging from \$54.005 to \$54.25 with a weighted average price of \$54.0425. The proceeds of all such sales were allocated to the applicable non-employee directors and executive officers on a pro rata basis based on the number of shares sold by such person.
  - (2) Represents acquisition of Mylan common stock upon exercise of stock options granted on March 2, 2011.
  - (3) Represents acquisition of Mylan common stock upon exercise of stock options granted on February 22, 2012.  
Represents the weighted average price of shares sold by the broker on behalf of certain non-employee directors and executive officers of Mylan on February 2, 2015. The broker sold, in the aggregate on behalf of such non-employee directors and executive officers, 937,763 shares in transactions ranging from \$52.23 to \$53.22 with a weighted average price of \$52.8646 as well as 13,957 shares in transactions ranging from \$53.23 to \$53.745 with a weighted average price of \$53.5027. The proceeds of all such sales were allocated to the applicable non-employee directors and executive officers on a pro rata basis based on the number of shares sold by such person.
  - (4) Represents acquisition of Mylan common stock upon exercise of stock options granted on February 22, 2012.  
Represents the weighted average price of shares sold by the broker on behalf of certain non-employee directors and executive officers of Mylan on February 2, 2015. The broker sold, in the aggregate on behalf of such non-employee directors and executive officers, 937,763 shares in transactions ranging from \$52.23 to \$53.22 with a weighted average price of \$52.8646 as well as 13,957 shares in transactions ranging from \$53.23 to \$53.745 with a weighted average price of \$53.5027. The proceeds of all such sales were allocated to the applicable non-employee directors and executive officers on a pro rata basis based on the number of shares sold by such person.
  - (5) Represents acquisition of Mylan common stock upon exercise of stock options granted on February 22, 2012.  
Represents the weighted average price of shares sold by the broker on behalf of certain non-employee directors and executive officers of Mylan on February 2, 2015. The broker sold, in the aggregate on behalf of such non-employee directors and executive officers, 937,763 shares in transactions ranging from \$52.23 to \$53.22 with a weighted average price of \$52.8646 as well as 13,957 shares in transactions ranging from \$53.23 to \$53.745 with a weighted average price of \$53.5027. The proceeds of all such sales were allocated to the applicable non-employee directors and executive officers on a pro rata basis based on the number of shares sold by such person.

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- (6) Represents acquisition of Mylan common stock upon exercise of stock options granted on March 6, 2013.
- Represents the weighted average price of shares sold by the broker on behalf of certain non-employee directors and executive officers of Mylan on February 3, 2015. The broker sold, in the aggregate on behalf of such non-employee directors and executive officers, 520,475 shares in transactions ranging from \$52.50 to \$53.25 with a weighted average price of \$52.8739 as well as 149,400 shares at \$53.50 and 1 share at \$54.50. The proceeds of all such sales were allocated to the applicable non-employee directors and executive officers on a pro rata basis based on the number of shares sold by such person.
- (7)
- (8) This option exercise and the related sale of the underlying common stock were executed pursuant to a 10b5-1 trading plan dated November 9, 2014.
- (9) These options vested in three equal installments on March 3, 2011, 2012, and 2013.
- (10) These options vested in three equal installments on March 2, 2012, 2013, and 2014.
- (11) Two-thirds of the options vested in equal installments on February 22, 2013 and 2014.
- (12) One-third of the options vested on March 6, 2014.

### Remarks:

As disclosed in the proxy statement filed by Mylan Inc. ("Mylan") on December 24, 2014 and the Form 8-K filed by Mylan on

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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