

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person* <u>Gallagher Daniel Martin Jr</u> (Last) (First) (Middle) <u>BUILDING 4, TRIDENT PLACE, MOSQUITO WAY</u> (Street) <u>HATFIELD, X0 AL10 9UL</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Mylan N.V. [MYL]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>03/02/2019</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>Chief Legal Officer</u> 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	(A) or (D)	Price			
Ordinary Shares	03/02/2019		M		7,811	A	\$0.00	12,093	D	
Ordinary Shares	03/02/2019		F		3,744 ⁽¹⁾	D	\$27.45	8,349	D	
Ordinary Shares	03/03/2019		M		8,218	A	\$0.00	16,567	D	
Ordinary Shares	03/03/2019		F		3,949 ⁽²⁾	D	\$27.45	12,618	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	\$0.00	03/02/2019		M			7,811	(3)	(3)	Ordinary Shares	7,811	\$0.00	15,621	D	
Restricted Stock Units	\$0.00	03/03/2019		M			8,218	(4)	(4)	Ordinary Shares	8,218	\$0.00	8,218	D	

Explanation of Responses:

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.

3. 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.

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.

Remarks:

/s/ Kevin Macikowski, by
power of attorney
03/05/2019
** Signature of Reporting Person Date

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

* 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).

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

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 Number.