

LINDAHL RICHARD S
Form 4
May 10, 2018

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 *
LINDAHL RICHARD S

(Last) (First) (Middle)
400 PROFESSIONAL DRIVE,
SUITE 400

(Street)

GAITHERSBURG, MD 20879

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Emergent BioSolutions Inc. [EBS]

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2018

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)
EVP, Chief Financial 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 (A) or (D) Price | | |
| Common Stock ⁽¹⁾ | 05/08/2018 | | A | | 4,992 <u>(2)</u> A \$ 0 4,992 | D | |
| Common Stock ⁽¹⁾ | 05/08/2018 | | A | | 1,551 <u>(2)</u> A \$ 0 6,543 | D | |
| Common Stock | 05/08/2018 | | A | | 4,991 <u>(3)</u> A \$ 0 11,534 | D | |

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

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right to Buy) | \$ 48.33 | 05/08/2018 | | A | 19,963 | (4) 05/07/2025 | Common Stock | 19,963 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LINDAHL RICHARD S 400 PROFESSIONAL DRIVE, SUITE 400 GAITHERSBURG, MD 20879 | | | EVP, Chief Financial Officer | |

Signatures

/s/ S. Scott Lieberman, Attorney-in-fact 05/10/2018

**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) Consists of restricted stock units granted under the Amended and Restated Emergent BioSolutions Inc. 2006 Stock Incentive Plan, as amended.
These restricted stock units vest in three equal annual installments beginning on the day prior to the first anniversary of the date of grant,
- (2) assuming continued service with the company. Each restricted stock unit represents the right of the Reporting Person to receive one share of common stock of Emergent BioSolutions Inc., subject to adjustment as provided in the grant agreement.
Consists of performance stock units granted under the Amended and Restated 2006 Emergent BioSolutions Inc. Stock Incentive Plan, as amended. Each PSU represents a right to receive one share of common stock. The PSUs vest upon achievement with respect to net income as a percentage of total revenue for the 2020 fiscal year, each as determined in accordance with GAAP, as certified by the Compensation Committee following the performance period.
- (3) Consists of performance stock units granted under the Amended and Restated 2006 Emergent BioSolutions Inc. Stock Incentive Plan, as amended. Each PSU represents a right to receive one share of common stock. The PSUs vest upon achievement with respect to net income as a percentage of total revenue for the 2020 fiscal year, each as determined in accordance with GAAP, as certified by the Compensation Committee following the performance period.
- (4) Vests in three equal installments on May 7, 2019, May 7, 2020 and May 7, 2021.

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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