

MYLAN INC.
Form 4
March 05, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
RIZZO DANIEL C JR

(Last) (First) (Middle)
1500 CORPORATE DRIVE
(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)
03/02/2013

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)
SVP, Corp Controller & CAO

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 | | |
| Common Stock | 03/02/2013 | | M | | 2,104 A \$ 0 | 56,177 ⁽¹⁾ | D |
| Common Stock | 03/02/2013 | | F | | 651 ⁽²⁾ D \$ 30.1 | 55,526 ⁽¹⁾ | D |
| Common Stock | 03/03/2013 | | M | | 1,440 A \$ 0 | 56,966 ⁽¹⁾ | D |
| Common Stock | 03/03/2013 | | F | | 458 ⁽³⁾ D \$ 30.1 | 56,508 ⁽¹⁾ | D |
| Common Stock | 03/03/2013 | | M | | 8,637 A \$ 0 | 65,145 ⁽¹⁾ | D |

Common Stock 03/03/2013 F 2,746⁽⁴⁾ D \$ 30.1 62,399⁽¹⁾ D

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

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SEC 1474
(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) | Amount or Number of Shares | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------------|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | | |
| Restricted Stock Units | \$ 0 | 03/02/2013 | | M | | 2,104 | <u>(5)</u> | <u>(5)</u> | Common Stock | 2,104 |
| Restricted Stock Units | \$ 0 | 03/03/2013 | | M | | 1,440 | <u>(6)</u> | <u>(6)</u> | Common Stock | 1,440 |
| Performance Stock Units | \$ 0 | 03/03/2013 | | A | | 8,637 | <u>(7)</u> | <u>(7)</u> | Common Stock | 8,637 |
| Performance Stock Units | \$ 0 | 03/03/2013 | | M | | 8,637 | <u>(7)</u> | <u>(7)</u> | Common Stock | 8,637 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| RIZZO DANIEL C JR 1500 CORPORATE DRIVE CANONSBURG, PA 15317 | | | SVP, Corp Controller & CAO | |

Signatures

/s/ Daniel C. Rizzo, Jr. 03/05/2013

__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) The reporting person's ownership through 401(k) holdings as of March 4, 2013 was 382 shares.
- (2) Represents withholding of shares for the tax liability associated with the vesting of a portion of the restricted stock units (RSUs) granted on March 2, 2011.
- (3) Represents withholding of shares for the tax liability associated with the vesting of a portion of the RSUs granted on March 3, 2010.
- (4) Represents withholding of shares for the tax liability associated with the vesting of a portion of the performance stock units (PSUs) granted on March 3, 2010.
- (5) Each RSU represents the right to receive one share of Mylan Inc. common stock. The remainder of this award will vest on March 2, 2014.
- (6) Each RSU represents the right to receive one share of Mylan Inc. common stock. This award fully vested on March 3, 2013.

Each PSU represents the right to receive one share of Mylan Inc. common stock. The PSUs were initially granted on March 3, 2010

- (7) subject to the attainment of previously established performance goals and a three-year vesting period. The PSUs fully vested on the completion of the three-year vesting period.

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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