SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

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1. Name and Address of Reporting Person [*] <u>El-Hibri Fuad</u>		2. Issuer Name and Ticker or Trading Symbol <u>Emergent BioSolutions Inc.</u> [EBS]		tionship of Reporting all applicable) Director	(s) to Issuer 10% Owner		
			x	Officer (give title		Other (specify	
(Last) (First) (Mi	ddle)	3. Date of Earliest Transaction (Month/Day/Year)		below)		below)	
400 PROFESSIONAL DRIVE,		11/19/2015	Chairman				
SUITE 400							
		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	idual or Joint/Group F	iling (Check Applicable	
(Street)			Line)				
GAITHERSBURG MD 20	0879		X	Form filed by One I	Report	ting Person	
				Form filed by More Person	than C	One Reporting	
(City) (State) (Zip	p)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)				5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Transaction(s) (Instr. 3 and 4)		(1150. 4)					
Common Stock ⁽¹⁾	11/19/2015		M ⁽²⁾		27,900	A	\$18.9	1,870,155	D			
Common Stock	11/19/2015		S		17,871	D	\$37.5	1,852,284	D			
Common Stock								2,350,331 ⁽³⁾	I	By Intervac, L.L.C.		
Common Stock								1,524,155 ⁽⁴⁾	I	By Biovac, L.L.C.		

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. Transa Code (8)		of		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				
Employee Stock Option	\$18.9	11/19/2015		М			27,900	(5)	03/09/2016	Common Stock	27,900	\$0.00	0	D	

Explanation of Responses:

1. Consists of an option granted under the company's stock incentive plan on March 10, 2009.

2. All sales listed on this Form 4 were made by the Reporting Person pursuant to a plan adopted on May 11, 2015 that is intended to comply with Rule 10b5-1(c) under the Exchange Act.

3. Mr. El-Hibri's holdings through Intervac, L.L.C. include 1,638,403 shares of Common Stock held by Mr. El-Hibri and his wife, as tenants by the entirety, through their 37.7% equity interest in Intervac, L.L.C.; 127,721 shares held by Mr. El-Hibri or his wife. Mr. El-Hibri disclaims beneficial ownership, for purposes of Section 16 of the Exchange Act or otherwise, of those shares held solely by his wife and those shares held by the trusts.

Mr. El-Hibri holds individually and with his wife, as tenants by the entirety, an aggregate 89.2% equity interest in Biovac, L.L.C. Biovac, L.L.C. is the direct owner of 1,524,155 shares of Common Stock. Mr. El-Hibri disclaims beneficial ownership of the shares of Common Stock directly owned by Biovac, L.L.C. for purposes of Section 16, except to the extent of his pecuniary interest in 1,359,546 shares.
 The option vested in three equal installments on March 9, 2010, March 9, 2011 and March 9, 2012.

Remarks:

/s/ Carl A. Valenstein, attorneyin-fact <u>11/19/2015</u>

** 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.