



**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative	2. Conversion	3. Transaction Date	3A. Deemed Execution Date, if any	Code	V	6A. Num(D) of Derivative Securities Acquired (A) or Disposed of (D)	6B. Date Exercisable	6C. Date Expiration	7. Title of 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)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)	(Instr. 3, 4 and 5)
<p>1. This transaction involved a gift of securities by the reporting person to his wife, who shares the reporting person's household. These shares were previously reported as indirectly owned by the reporting person through his interest in Intervac, L.L.C.</p> <p>2. The reporting disclaims beneficial ownership of these shares, and this report should not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.</p> <p>3. This transaction involved a gift of securities by the reporting person to a trust held for the benefit of the reporting person's family. These shares were previously reported as indirectly owned by the reporting person through his interest in Intervac, L.L.C. The reporting person's spouse is trustee of the trust. The reporting person disclaims beneficial ownership of these securities, and this report should not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.</p> <p>4. Represents gifts from the reporting person's wife to the Roula El-Hibri Trust, the Sami El-Hibri Trust and the El-Hibri Descendants Trust.</p> <p>5. These shares are held in a trust for the benefit of the reporting person's descendants. The reporting person is trustee of this trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.</p> <p>6. These shares are held in a trust for the benefit of the reporting person's children. The reporting person's wife is trustee of this trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.</p> <p>7. Mr. El-Hibri holds these shares with his wife, as tenants by the entirety.</p> <p>8. Mr. El-Hibri's direct holdings include restricted stock units granted under the Amended and Restated Emergent BioSolutions Inc. 2006 Stock Incentive Plan.</p> <p>9. These shares are held in a trust for the benefit of a child of the reporting person. The reporting person is trustee of this trust. The reporting person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.</p> <p>10. 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.</p> <p>11. Mr. El-Hibri is the holder of a 40.17% (567,582.3 units) equity interest in BioPharm, L.L.C. BioPharm, L.L.C. is the direct owner of 865,043 shares of Common Stock. Mr. El-Hibri disclaims beneficial ownership of these shares for purposes of Section 16, except to the extent of his pecuniary interest in 347,488 shares.</p>													

/s/ Carl A. Valenstein, attorney-in-fact      12/14/2012

\*\* 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.**