SEC Form 4

**FORM 4**

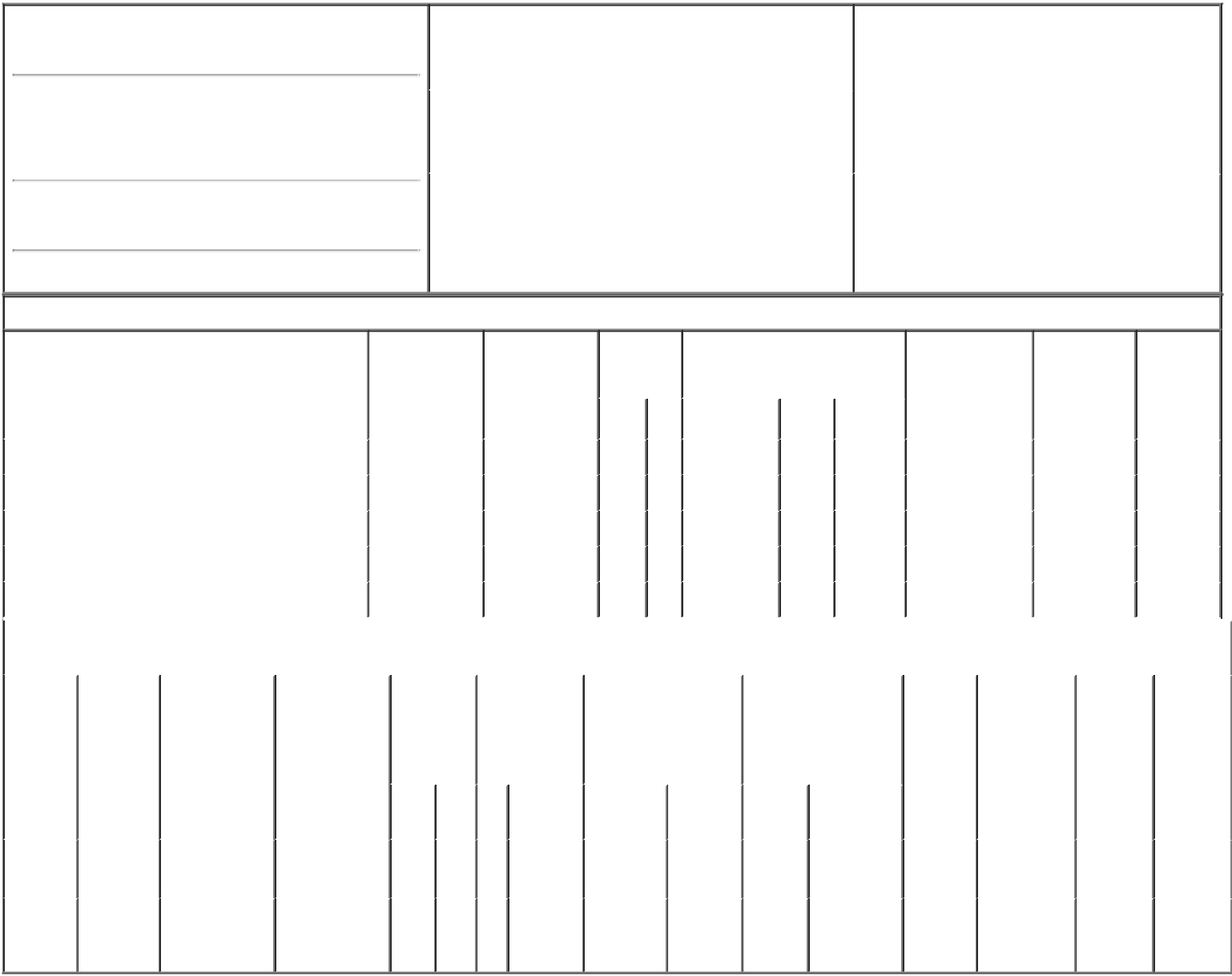
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).



|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** |  |  |  |  |  |
| Washington, D.C. 20549 |  |  |  |  |  |
|  | OMB APPROVAL | | |  |
|  |  |  |
| **STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP** |  |  |  |  |  |
|  | OMB Number: | 3235-0287 |  |  |
|  |  |  |  |
|  |  | Estimated average burden |  |  |  |
| Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 |  | hours per response: | 0.5 |  |  |
|  |  |  |  |  |
|  |  |  |  |  |



or Section 30(h) of the Investment Company Act of 1940



1. Name and Address of Reporting Person\*

[APHC Holdings, LLC](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001739290)

(Last) (First) (Middle)

C/O MCCABE HEIDRICH & WONG, PC 4 GATEHALL DRIVE

|  |  |
| --- | --- |
| (Street) |  |
| PARSIPPANY NJ | 07054-4513 |

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| 2. | | Issuer Name **and** Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer | |  |
|  | [Amneal Pharmaceuticals, Inc.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001723128) [ AMRX ] | | | (Check all applicable) |  |  |
|  |  |  |  |  |  |
|  |  |  |  | Director | X 10% Owner |  |
|  |  |  |  |  |
|  |  |  |  | Officer (give title | Other (specify |  |
| 3. | | Date of Earliest Transaction (Month/Day/Year) | | below) | below) |  |
|  |  |  |
| 05/04/2018 | | |  |  |  |  |
|  |  |  |  |  | |  |
| 4. | | If Amendment, Date of Original Filed (Month/Day/Year) | | 6. Individual or Joint/Group Filing (Check Applicable Line) | |  |
|  |  |  |  | X Form filed by One Reporting Person | |  |
|  |  |  |  | Form filed by More than One Reporting Person | |  |

(City) (State) (Zip)

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

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | **1. Title of Security (Instr. 3)** | | | **2. Transaction** | | | **2A. Deemed** | **3.** | |  | **4. Securities Acquired (A) or** | | | | | | **5. Amount of** | | **6. Ownership** | | **7. Nature of** | |  |
|  |  |  |  | **Date** | | | **Execution Date,** |  | **Transaction** | | **Disposed Of (D) (Instr. 3, 4 and 5)** | | | | | | **Securities** |  | **Form: Direct** | | **Indirect** | |  |
|  |  |  |  | **(Month/Day/Year)** | | | **if any** |  | **Code (Instr.** |  |  |  |  |  |  |  | **Beneficially Owned** | | **(D) or Indirect** | | **Beneficial** | |  |
|  |  |  |  |  |  |  | **(Month/Day/Year) 8)** | | |  |  |  |  |  |  |  | **Following** |  | **(I) (Instr. 4)** | | **Ownership** | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** |  |  |  | **(Instr. 4)** | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  | **Code V** |  | **Amount** |  | **(A) or** | | **Price** | | **Transaction(s)** | |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  | **(D)** |  | **(Instr. 3 and 4)** | |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | | |  |  |  |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  |
|  | Class A Common Stock | | |  | 05/04/2018 | |  |  | C |  | 41,406,689 | | A |  | $0.00 |  | 41,406,689 | |  | D |  |  |  |
|  |  | | |  |  |  |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  |
|  | Class B-1 Common Stock | | |  | 05/04/2018 | |  |  | C |  | 12,328,767 | | A |  | $0.00 |  | 12,328,767 | |  | D |  |  |  |
|  |  | | |  |  |  |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  |
|  | Class A Common Stock | | |  | 05/04/2018 | |  |  | S |  | 34,520,549 | | D |  | $18.25 |  | 6,886,140 | |  | D |  |  |  |
|  |  | | |  |  |  |  |  |  |  |  | |  |  |  |  |  |  |  |  |  |  |  |
|  | Class B-1 Common Stock | | |  | 05/04/2018 | |  |  | S |  | 12,328,767 | | D |  | $18.25 |  | 0 |  |  | D |  |  |  |
|  |  | | |  |  |  |  |  |  |  |  | |  |  |  |  |  | |  |  |  |  |  |
|  | Class B Common Stock | | |  | 05/04/2018 | |  |  | J(1) |  | 53,735,465 | | D |  | $0.00 |  | 171,260,707 | |  | D |  |  |  |
|  |  |  |  | **Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned** | | | | | | | | | | | | | |  |  |  |  |  |  |
|  |  |  |  | **(e.g., puts, calls, warrants, options, convertible securities)** | | | | | | | | | | | | |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  | | | |  | | | |  |  |  | |  |  | |  |
|  | **1. Title of** | **2.** | **3. Transaction** | **3A. Deemed** | **4.** | | **5. Number of** | **6. Date Exercisable and** | | | | **7. Title and Amount of** | | | | | **8. Price of** | **9. Number of** | | **10.** | **11. Nature** | |  |
|  | **Derivative** | **Conversion** | **Date** | **Execution Date,** |  | **Transaction** | **Derivative** | **Expiration Date** | | |  | **Securities Underlying** | | | | | **Derivative** | **derivative** | | **Ownership of Indirect** | | |  |
|  | **Security** | **or Exercise** | **(Month/Day/Year)** | **if any** |  | **Code (Instr.** | **Securities** | **(Month/Day/Year)** | | | | **Derivative Security** | | | | | **Security** | **Securities** | | **Form:** | **Beneficial** | |  |
|  | **(Instr. 3)** | **Price of** |  | **(Month/Day/Year)** | **8)** | | **Acquired (A) or** |  |  |  |  | **(Instr. 3 and 4)** | | |  |  | **(Instr. 5)** | **Beneficially** | | **Direct (D)** | **Ownership** | |  |
|  |  | **Derivative** |  |  |  |  | **Disposed of (D)** |  |  |  |  |  |  |  |  |  |  | **Owned** |  | **or Indirect** | **(Instr. 4)** | |  |
|  |  | **Security** |  |  |  |  | **(Instr. 3, 4 and** |  |  |  |  |  |  |  |  |  |  | **Following** | | **(I) (Instr. 4)** | | |  |
|  |  |  |  |  |  |  | **5)** |  |  |  |  |  |  |  |  |  |  | **Reported** |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Transaction(s)** | |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Amount or** | | |  | **(Instr. 4)** |  |  |  |  |  |
|  |  |  |  |  |  |  |  | **Date** | | **Expiration** | |  |  | **Number of** | | |  |  |  |  |  |  |  |
|  |  |  |  |  |  | **Code V** | **(A) (D)** | **Exercisable** | | **Date** | | **Title** | | **Shares** | | |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | |  |  |  |  |  |  |  |  |  |  |
|  | Common | (2) |  |  |  |  |  | (2) | |  | (2) | Class A | | 41,406,689 | |  |  |  |  |  |  |  |  |
|  | 05/04/2018 |  |  | C | 41,406,689 |  | Common | |  | $0.00 | 183,589,474 | | D |  |  |  |
|  | Units |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  | Stock | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  | Class B- | |  |  |  |  |  |  |  |  |  |  |
|  | Common | (2) | 05/04/2018 |  |  | C | 12,328,767 | (2) | |  | (2) |  | 1 | 12,328,767 | |  | $0.00 | 171,260,707 | | D |  |  |  |
|  | Units |  |  |  |  |  |  |  | Common | |  |  |  |  |

Stock

**Explanation of Responses:**

1. Reflects the cancellation for no consideration of Class B Common Stock in connection with the redemption of the Common Units.
2. The Common Units may be redeemed by the Reporting Person at any time for shares of the Issuer's Class A Common Stock or Class B-1 Common Stock on a 1-to-1 basis.

**Remarks:**

APHC Holdings, LLC, By: /s/



Sheldon Hirt, Attorney-in-Fact



\*\* Signature of Reporting Person

05/08/2018



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.**