SEC Form 4

**FORM 4**

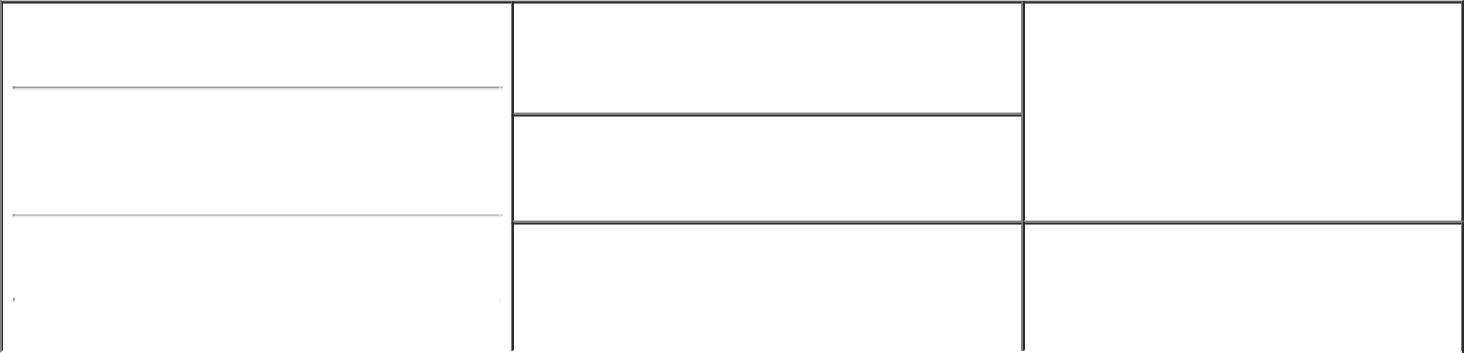
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).



|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **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\*

[Patel Chirag K.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001738701)

(Last) (First) (Middle)

C/O AMNEAL PHARMACEUTICALS, INC.

400 CROSSING BOULEVARD

2. Issuer Name **and** Ticker or Trading Symbol

[Amneal Pharmaceuticals, Inc.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001723128) [ AMRX ]

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

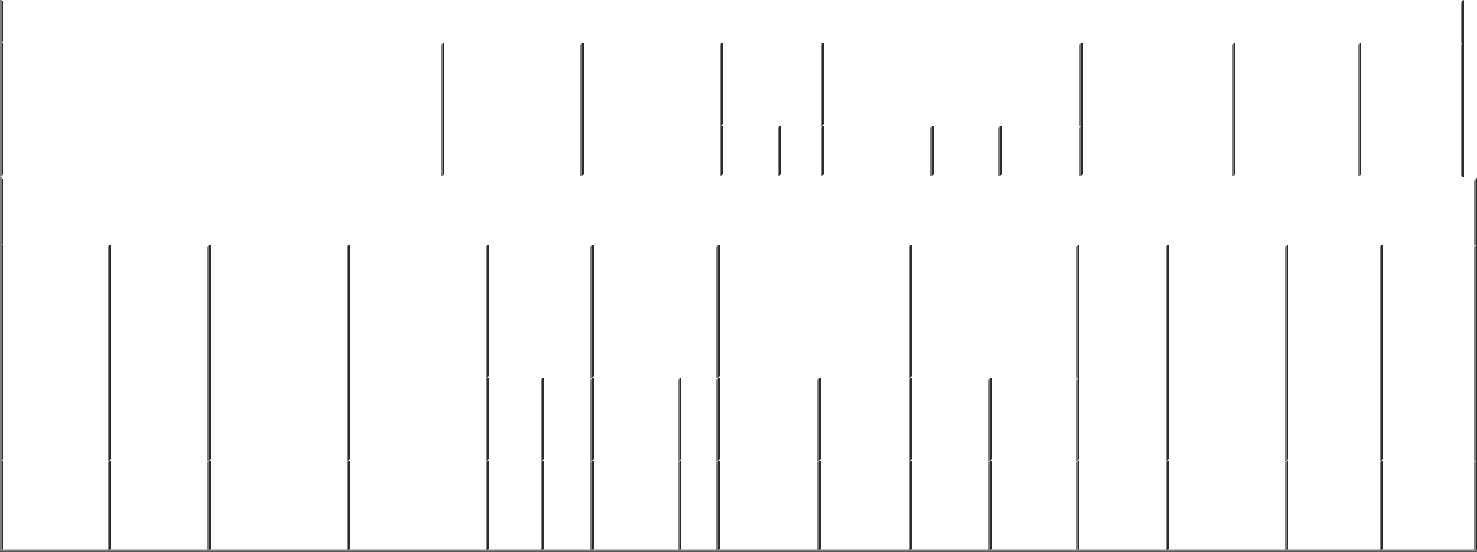
03/01/2021

1. Relationship of Reporting Person(s) to Issuer (Check all applicable)

|  |  |  |  |
| --- | --- | --- | --- |
| X | Director | 10% Owner |  |
| X | Officer (give title | Other (specify |  |
| below) | below) |  |
|  |  |

President & Co-CEO

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | (Street) | |  |  |  |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | | | | |  |
|  |  | BRIDGEWATER NJ | |  | 08807 |  |  |  |  |  |  |  | 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** |  | **(D) or Indirect** | | **Beneficial** | | | |  |
|  |  |  |  |  |  |  |  | **(Month/Day/Year)** | | **8)** |  |  |  |  | **Owned Following** | | **(I) (Instr. 4)** | | **Ownership** | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** |  |  |  | **(Instr. 4)** | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  | **Code V** | **Amount** | **(A) or** | **Price** | | **Transaction(s)** | |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  | **(D)** | **(Instr. 3 and 4)** | |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  | | | | | | | | |  | |  |  |  |  |  |  |  |  |
|  |  |  |  |  | **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** | | | **8. Price of** | **9. Number of** | | **10.** | **11. Nature** | | | |  |
|  | **Derivative** | | **Conversion** | **Date** | **Execution Date,** | **Transaction** | | **Derivative** |  | **Expiration Date** | | **of Securities** | | | **Derivative** | **derivative** | | **Ownership of Indirect** | | | | |  |
|  | **Security** | | **or Exercise** | **(Month/Day/Year)** | **if any** | **Code (Instr.** | | **Securities** |  | **(Month/Day/Year)** | | **Underlying** |  |  | **Security** | **Securities** | | **Form:** | **Beneficial** | | | |  |
|  | **(Instr. 3)** | | **Price of** |  | **(Month/Day/Year)** | **8)** | | **Acquired (A) or** | |  |  | **Derivative Security** | | | **(Instr. 5)** | **Beneficially** | | **Direct (D)** | **Ownership** | | | |  |
|  |  |  | **Derivative** |  |  |  |  | **Disposed of** |  |  |  | **(Instr. 3 and 4)** | | |  | **Owned** |  | **or Indirect** | **(Instr. 4)** | | | |  |
|  |  |  | **Security** |  |  |  |  | **(D) (Instr. 3, 4** | |  |  |  |  |  |  | **Following** | | **(I) (Instr. 4)** | | | | |  |
|  |  |  |  |  |  |  |  | **and 5)** |  |  |  |  |  |  |  | **Reported** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Transaction(s)** | |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | **Amount** | |  | **(Instr. 4)** |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | **or** | |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  | **Date** | **Expiration** |  | **Number** | |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  | **Code V** | | **(A)** | **(D)** | **Exercisable** | **Date** | **Title** | **of Shares** | |  |  |  |  |  |  |  |  |  |
|  |  | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | Performance- | |  |  |  |  |  |  |  |  |  | Class A |  |  |  |  |  |  |  |  |  |  |  |
|  | Based | | (1) |  |  |  |  | 926,640(2) |  | (3) | (3) | 926,640 |  |  |  |  |  |  |  |  |  |  |
|  | 03/01/2021 |  |  | A |  | Common |  | $0.00 | 926,640 | | D |  |  |  |  |  |
|  | Restricted | |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  | Stock |  |  |  |  |  |  |  |  |  |  |  |
|  | Stock Units | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |



**Explanation of Responses:**

1. Each performance-based restricted stock unit represents a contingent right to receive one share of the Issuer's Class A Common Stock.
2. Represents the maximum number of shares issuable under the performance-based restricted stock units.
3. 50% of the performance-based restricted stock units are earned and eligible to vest upon the Issuer's Class A Common Stock achieving an average closing price per share of $8 or higher for 60 consecutive calendar days during the three-year performance period. Additional performance-based restricted stock units are earned at higher levels and eligible to vest upon the Issuer's Class A Common Stock achieving an average closing price per share of $10 (75%), $12 (100%), $14 (125%), $16 (150%), $18 (175%) and $20 (200%), respectively, for 60 consecutive calendar days during the three-year performance period. For average 60-day closing stock prices between $12 and $20 per share, the number of performance-based restricted stock units that become earned will be determined using straight line interpolation. Any earned performance-based restricted stock units vest in full on February 29,2024, the last day of the performance period.

**Remarks:**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| /s/ Meredith Cook, Attorney-in- | |  | 03/03/2021 |  |
| Fact | | |  |
|  |  |
|  |  | |  |  |
| \*\* 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.**