SEC Form 4

**FORM 4**

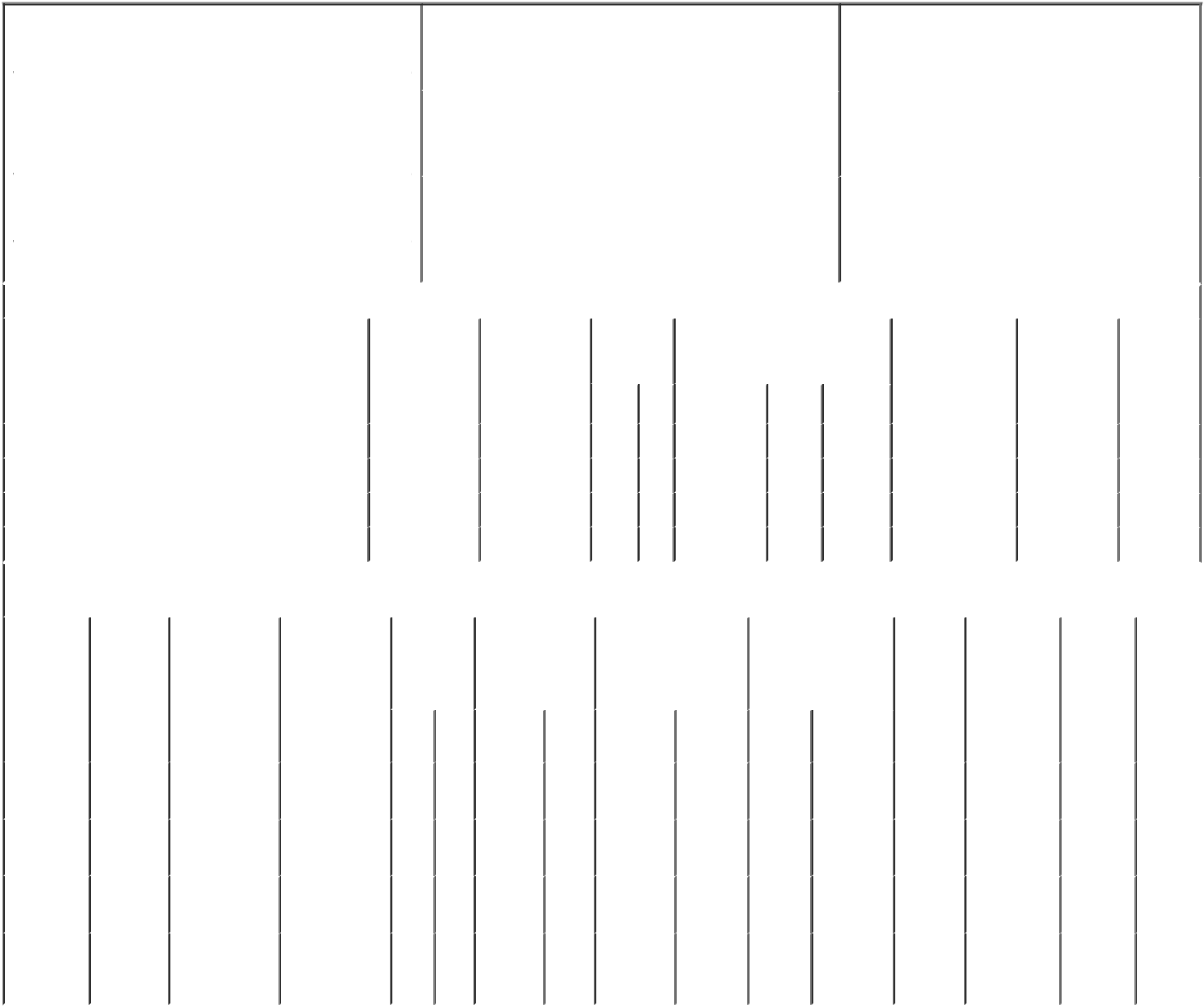
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).



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| --- | --- | --- | --- | --- | --- |
| **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\* | | | | | |  |  |  |  | 2. Issuer Name **and** Ticker or Trading Symbol | | | | | |  |  | 5. Relationship of Reporting Person(s) to Issuer | | | | | |  |  |  |  |
|  | [Shah Nikita](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001738061) | |  |  |  |  |  |  |  | [Amneal Pharmaceuticals, Inc.](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001723128) [ AMRX ] | | | | | | |  | (Check all applicable) | | | |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Director |  |  | 10% Owner | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | X |  | Officer (give title | |  | Other (specify | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | below) |  |  | below) |  |  |  |  |
|  | (Last) |  |  | (First) | | (Middle) |  |  |  | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | |  |  |  |  | Executive Vice President | | | |  |  |  |  |
|  | C/O AMNEAL PHARMACEUTICALS, INC. | | | | | |  |  |  |  |  |  |  |  |  |  |  |
|  | 03/01/2022 | | | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  | 400 CROSSING BLVD. | | | | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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| (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) |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
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|  |  |  |  |  |  | **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 Reported** | | **(I) (Instr. 4)** | | **Ownership** | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Transaction(s)** | |  |  | **(Instr. 4)** | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | **Code V** | **Amount** | | **(A) or** | **Price** | |  | **(Instr. 3 and 4)** | |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | **(D)** |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  | |  | | |  |  |  | |  |  |  |  |  |  |  |  | |  |  | |  |  |  |  |  |  |
| Class A Common Stock | | | | | |  | 03/01/2022 | | | |  |  | M | 11,728(1) | | A | (2) | | 248,649 | | |  | D |  |  |  |  |
| Class A Common Stock | | | | | |  | 03/01/2022 | | | |  |  | F | 3,607(3) | | D | $4.45 | | 245,042 | | |  | D |  |  |  |  |
| Class A Common Stock | | | | | |  | 03/01/2022 | | | |  |  | M | 28,957(1) | | A | (2) | | 273,999 | | |  | D |  |  |  |  |
| Class A Common Stock | | | | | |  | 03/01/2022 | | | |  |  | F | 8,905(3) | | D | $4.45 | | 265,094 | | |  | 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 5)** | |  |  |  |  |  |  |  |  | **Following** | | **(I) (Instr. 4)** | | | |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Reported** | |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | **Amount or** | |  |  | **Transaction(s)** | |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  | **Date** |  | **Expiration** |  | **Number of** | |  |  | **(Instr. 4)** |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  | **Code V** | | | **(A)** | **(D)** | **Exercisable** |  | **Date** | **Title** | **Shares** | |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Restricted | | (2) | |  |  |  |  |  |  |  |  |  | (4) | (4) | | Class A | 11,728 | |  |  |  |  |  |  |  |  |  |
|  | 03/01/2022 |  |  | M | | |  | 11,728 | Common | $0.00 | | 11,729 | | D |  |  |  |  |
| Stock Units | |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | Stock |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Restricted | | (2) | |  |  |  |  |  |  |  |  |  | (5) | (5) | | Class A | 28,957 | |  |  |  |  |  |  |  |  |  |
|  | 03/01/2022 |  |  | M | | |  | 28,957 | Common | $0.00 | | 86,873 | | D |  |  |  |  |
| Stock Units | |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | Stock |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Restricted | | (2) | |  |  |  |  |  |  |  |  |  | (6) | (6) | | Class A | 144,928 | |  |  |  |  |  |  |  |  |  |
|  | 03/03/2022 |  |  | A | | | 144,928 |  | Common | $0.00 | | 144,928 | | D |  |  |  |  |
| Stock Units | |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | Stock |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| Performance- | |  |  |  |  |  |  |  |  |  |  |  |  |  |  | Class A |  |  |  |  |  |  |  |  |  |  |  |
| Based | | (7) | |  |  |  |  |  |  |  | 289,856(8) |  | (8) | (8) | | 289,856(8) | |  |  | 289,856(8) | |  |  |  |  |  |
|  | 03/03/2022 |  |  | A | | |  | Common | $0.00 | | D |  |  |  |  |
| Restricted | |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  | Stock |  |  |  |  |  |  |  |  |  |  |  |
| Stock Units | |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |



**Explanation of Responses:**

1. Represents the gross number of shares of common stock awarded to the reporting person in connection with the vesting of restricted stock units. The actual number of shares issued was reduced by the number of shares withheld to satisfy tax withholding obligations. See footnote 3.
2. Each restricted stock unit represents a contingent right to receive one share of the Issuer's Class A Common Stock.
3. Represents shares of common stock withheld to satisfy tax withholding obligations relating to the vesting of restricted stock units.
4. On March 1, 2019, the reporting person was granted 46,914 restricted stock units, vesting in four equal installments beginning on the first anniversary of the grant date.
5. On March 1, 2021, the reporting person was granted 115,830 restricted stock units, vesting in four equal installments beginning on the first anniversary of the grant date.
6. The restricted stock units vest in four equal annual installments beginning on March 3, 2023.
7. Each performance-based restricted stock unit represents a contingent right to receive one share of the Issuer's Class A Common Stock.
8. Represents a performance-based restricted stock unit grant of 144,928 target shares. The performance-based restricted stock units are scheduled to vest based on the Issuer's Class A Common Stock achieving certain average closing prices per share over a three-year performance period. The number of performance-based restricted stock units reported represents the maximum number of shares issuable under the award. The number that would be received upon vesting, if any, may vary from 0% to 200% of the target number. The number of performance-based restricted stock units reported in the table above represents the maximum number of shares issuable under the award. Any earned performance-based restricted stock units vest in full on February 28, 2025, the last day of the performance period.

**Remarks:**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| /s/ Meredith Cook, Attorney-in- | | | 03/03/2022 | |  |
| 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.**