

El-Hibri Fuad
Form 4
November 30, 2017

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
El-Hibri Fuad

(Last) (First) (Middle)

400 PROFESSIONAL DRIVE,
SUITE 400

(Street)

GAITHERSBURG, MD 20879

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Emergent BioSolutions Inc. [EBS]

3. Date of Earliest Transaction
(Month/Day/Year)
11/28/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)

Chairman

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	11/28/2017		M ⁽¹⁾	V Amount (A) or (D) Price 20,000 A \$ 22.03	1,550,216	D	
Common Stock	11/28/2017		S ⁽¹⁾	20,000 D \$ 41.59 (2)	1,530,216	D	
Common Stock	11/29/2017		M ⁽¹⁾	27,983 A \$ 22.03	1,558,199	D	
Common Stock	11/29/2017		S ⁽¹⁾	27,983 D \$ 42.08 (3)	1,530,216	D	
					4,344,250 ⁽⁴⁾	I	

Common
StockBy
Intervac,
L.L.C.Common
Stock1,524,155 ⁽⁵⁾ IBy
Biovac,
L.L.C.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Options (Right to Buy)	\$ 22.03	11/28/2017		M		20,000		<u>(6)</u>	03/14/2018	Common Stock	20,000
Employee Stock Options (Right to Buy)	\$ 22.03	11/29/2017		M		27,983		<u>(6)</u>	03/14/2018	Common Stock	27,983

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
El-Hibri Fuad 400 PROFESSIONAL DRIVE, SUITE 400 GAITHERSBURG, MD 20879	X	X	Chairman	

Signatures

/s/ Carl A. Valenstein,
attorney-in-fact

11/30/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) All sales listed on this Form 4 were made by Mr. El-Hibri pursuant to a trading plan adopted on February 28, 2017 that is intended to comply with Rule 10b5-1(c) under the Exchange Act.

The selling price of \$41.59 is reflective of the weighted average sale price of all transactions reported on this line. The prices for the transactions reported on this line range from \$41.03 to \$41.82, inclusive. Mr. El-Hibri undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- (2) The selling price of \$41.59 is reflective of the weighted average sale price of all transactions reported on this line. The prices for the transactions reported on this line range from \$41.03 to \$41.82, inclusive. Mr. El-Hibri undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- (3) The selling price of \$42.08 is reflective of the weighted average sale price of all transactions reported on this line. The prices for the transactions reported on this line range from \$41.78 to \$42.38, inclusive. Mr. El-Hibri undertakes to provide, upon request by the staff of the Securities and Exchange Commission, the Issuer, or a security holder of the Issuer, full information regarding the number of shares sold at each separate price.
- (4) Mr. El-Hibri's wife, individually, and Mr. and Mrs. El-Hibri, as tenants by the entirety, collectively hold an aggregate 40.65% equity interest in Intervac, L.L.C., which in turn is the direct owner of 4,344,250 shares of the Issuer's common stock. Mr. El-Hibri disclaims beneficial ownership of the shares of the Issuer's common stock directly owned by Intervac, L.L.C. for purposes of Section 16 of the Exchange Act or otherwise, except to the extent of his pecuniary interest therein.
- (5) Mr. El-Hibri, individually, and Mr. and Mrs. El-Hibri, as tenants by the entirety, collectively hold an aggregate 89.2% equity interest in Biovac, L.L.C., which in turn is the direct owner of 1,524,155 shares of the Issuer's common stock. Mr. El-Hibri disclaims beneficial ownership of the shares of the Issuer's common stock directly owned by Biovac, L.L.C. for purposes of Section 16 of the Exchange Act or otherwise, except to the extent of his pecuniary interest therein.
- (6) The options vested in three equal installments on March 14, 2012, March 14, 2013 and March 14, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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