

Havey Adam
Form 4
February 28, 2019

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 *
Havey Adam

(Last) (First) (Middle)

400 PROFESSIONAL DR, 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)

02/26/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP, Business Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Ownership (Instr. 4)
Common Stock ⁽¹⁾	02/26/2019		F	481 D Amount (A) or (D) Price	\$ 28,772	D	
Common Stock	02/26/2019		A	5,081 ⁽²⁾ A Amount (A) or (D) Price	\$ 33,853	D	
Common Stock	02/26/2019		A	5,081 ⁽³⁾ A Amount (A) or (D) Price	\$ 38,934	D	
Common Stock ⁽¹⁾	02/27/2019		F	409 D Amount (A) or (D) Price	\$ 38,525	D	
Common Stock ⁽¹⁾	02/28/2019		F	812 D Amount (A) or (D) Price	\$ 37,713	D	

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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 Option (Right to Buy)	\$ 61.01	02/26/2019		A		20,321		<u>(4)</u>	02/25/2026	Common Stock	20,321

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Havey Adam 400 PROFESSIONAL DR, SUITE 400 GAITHERSBURG, MD 20879	EVP, Business Operations

Signatures

/s/ S. Scott Lieberman,
Attorney-in-fact 02/28/2019

__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) Consists of restricted stock units granted under the company's stock incentive plan, as amended and restated.

These restricted stock units vest in three equal annual installments beginning on the day prior to the first anniversary of the date of grant,

(2) assuming continued service with the company. Each restricted stock unit represents the right of the Reporting Person to receive one share of common stock of Emergent BioSolutions Inc., subject to adjustment as provided in the grant agreement.

(3) Consists of performance stock units granted under the Emergent BioSolutions Inc. Stock Incentive Plan. Each PSU represents a right to receive one share of common stock. The PSUs vest upon achievement with respect to adjusted net income as a percentage of total GAAP

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revenue for the 2021 fiscal year, as certified by the Compensation Committee following the performance period.

- (4) Vests in three equal installments beginning on the day prior to the first anniversary of the date of grant, assuming continued service with the company.

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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