Catalent, Inc. Form 4 September 04, 2015

subject to

Section 16.

Form 4 or

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

(Last)

(City)

1. Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person \* Leonard Stephen

> (First) (Middle)

C/O CATALENT, INC., 14 SCHOOLHOUSE ROAD

(Street)

(State)

(Month/Day/Year)

SOMERSET, NJ 08873

2. Transaction Date 2A. Deemed

(Zip)

2. Issuer Name and Ticker or Trading Symbol

Catalent, Inc. [CTLT]

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

09/02/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities

Execution Date, if Code Disposed of (D) (Month/Day/Year) (Instr. 8)

TransactionAcquired (A) or (Instr. 3, 4 and 5)

Code V Amount (D) Price

number.

(A)

Securities Beneficially Owned Following Reported

Issuer

below)

Person

5. Amount of

Director

Applicable Line)

X\_ Officer (give title

Transaction(s)

(Instr. 3 and 4)

Form: Direct Indirect (D) or Indirect Beneficial (T) (Instr. 4)

6. Ownership

Ownership (Instr. 4)

7. Nature of

10% Owner

Other (specify

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

See Remarks

6. Individual or Joint/Group Filing(Check

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

below)

Estimated average

burden hours per

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

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

4. 5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3) Price of Derivative Security

(Month/Day/Year) (Instr. 8) Acquired

(A) or Disposed of (D) (Instr. 3, 4, and 5)

Code V (A) (D) Date Exercisable Expiration

Date

Title Amount or

> Number of Shares

**Options** 

\$ 18.71 purchase

09/02/2015

6,510 A

06/25/2014(1) 06/25/2023

Common Stock

6,510

common stock

## **Reporting Owners**

Reporting Owner Name / Address

Relationships

10% Owner Officer Other Director

Leonard Stephen

C/O CATALENT, INC. 14 SCHOOLHOUSE ROAD SOMERSET, NJ 08873

See Remarks

# **Signatures**

/s/Christine Caputo, by power of attorney

09/04/2015

\*\*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).

On June 25, 2013, the reporting person was granted an option to purchase 32,550 shares of common stock of the Issuer which vest and become exercisable in five equal annual installments based on satisfaction of certain performance criteria for each of the fiscal years ending 2014, 2015, 2016, 2017 and 2018. The performance criteria for 2014 and 2015 were met, resulting in vesting of the option as to 13,020 shares in the aggregate.

#### **Remarks:**

Senior Vice President - Global Operations

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2