

Emergent BioSolutions Inc.  
Form 4  
March 02, 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  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(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)  
02/28/2017

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 Ownership (Instr. 4)
Common Stock	02/28/2017		M	9,722 A	1,658,795	D	
Common Stock	02/28/2017		F	2,659 D	\$ 30.63	D	
Common Stock					4,344,250 <sup>(2)</sup>	I	By Intervac, L.L.C.
Common Stock					1,524,155 <sup>(3)</sup>	I	By Biovac, LLC

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

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SEC 1474  
(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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restrictive Stock Units <sup>(4)</sup>	<u>(1)</u>	02/28/2017		A		29,382		<u>(5)</u>	<u>(5)</u>	Common Stock	29,382
Restrictive Stock Units <sup>(4)</sup>	<u>(1)</u>	02/28/2017		M		9,722		<u>(6)</u>	<u>(6)</u>	Common Stock	9,722
Employee Stock Option (right to buy)	\$ 30.63	02/28/2017		A		58,747		<u>(7)</u>	02/27/2024	Common Stock	58,747

## 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

03/02/2017

                     \*\*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) Restricted stock units convert into common stock on a one-for-one basis.

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- (2) 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.
- (3) Mr. El-Hibri holds individually and with his wife, as tenants by the entirety, an aggregate 89.2% equity interest in Biovac, LLC, 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, LLC for purposes of Section 16 of the Exchange act or otherwise, except to the extent of his pecuniary interest therein.
- (4) In connection with the Issuer's spin-off of Aptevo Therapeutics Inc. effective on August 1, 2016 (the "Spin-off"), the Issuer made certain adjustments to the price and number of equity awards held by continuing employees. Accordingly, Mr. El-Hibri, as a continuing Emergent employee with equity awards issued prior to the Spin-off, received an equitable adjustment to the number and grant price of his restricted stock units.
- (5) On February 28, 2017, Mr. El-Hibri was granted 29,382 restricted stock units vesting in three equal annual installments beginning on the day prior to the anniversary of the grant date.
- (6) On March 1, 2016, Mr. El-Hibri was granted 29,167 restricted stock units (after giving effect to the adjustment in connection with the Spin-off) vesting in three equal annual installments beginning on the day prior to the anniversary of the grant date.
- (7) On February 28, 2017, Mr. El-Hibri was granted 58,747 stock options vesting in three equal annual installments beginning on the day prior to the anniversary of the grant date.

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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