

BRESCH HEATHER M
Form 4
March 29, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRESCH HEATHER M

2. Issuer Name and Ticker or Trading Symbol
MYLAN INC. [MYL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1500 CORPORATE DRIVE

3. Date of Earliest Transaction (Month/Day/Year)
03/27/2012

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

(Street)
CANONSBURG, PA 15317

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

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

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 03/27/2012 | | M | | 7,075 A \$ 0 | 147,445 ⁽¹⁾ | D |
| Common Stock | 03/27/2012 | | F | | 2,961 ⁽²⁾ D \$ 23.35 | 144,484 ⁽¹⁾ | D |
| Common Stock | 03/27/2012 | | M | | 49,528 A \$ 0 | 194,012 ⁽¹⁾ | D |
| Common Stock | 03/27/2012 | | F | | 20,723 ⁽³⁾ D \$ 23.35 | 173,289 ⁽¹⁾ | D |
| Common Stock | 03/28/2012 | | M | | 197,306 A \$ 11.18 | 370,595 ⁽¹⁾ | D |

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| | | | | | | | |
|--------------|------------|---|---------|---|-------|---------|------------------------------------|
| Common Stock | 03/28/2012 | | \$ | | | | |
| | | S | 197,306 | D | 23.14 | 173,289 | ⁽¹⁾ ₍₄₎ D |

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

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 control number. 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 Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number Shares |
| Restricted Stock Units ⁽⁵⁾ | \$ 0 | 03/27/2012 | | M | 7,075 | ⁽⁵⁾ ⁽⁵⁾ | Common Stock 7,075 |
| Restricted Stock Units ⁽⁵⁾ | \$ 0 | 03/27/2012 | | M | 49,528 | ⁽⁵⁾ ⁽⁵⁾ | Common Stock 49,528 |
| Stock Option Right to Buy ⁽⁶⁾ | \$ 11.18 | 03/28/2012 | | M | 197,306 | 03/18/2011 03/18/2018 | Common Stock 197,306 |

Reporting Owners

| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other |
|--|----------|-----------|-------------------------|-------|
| BRESCH HEATHER M 1500 CORPORATE DRIVE CANONSBURG, PA 15317 | X | | Chief Executive Officer | |

Signatures

/s/ Heather M. Bresch
03/29/2012

 **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) The reporting person's indirect ownership through 401(k) holdings as of March 29, 2012 was 1,157 shares.
- (2) Represents withholding of shares for the tax liability associated with the vesting of a portion of the restricted stock units (RSUs) granted on March 27, 2009.
- (3) Represents withholding of shares for the tax liability associated with the vesting of the performance RSUs granted on March 27, 2009.
- (4) Represents the weighted price of the reporting person's disposition, pursuant to the trading plan described below, of 197,306 shares in transactions ranging from \$22.94 to \$23.30.
- (5) Each RSU represents the right to receive one share of Mylan Inc. common stock. Each of these awards vested fully on March 27, 2012.
- (6) This option exercise and the related sale were executed pursuant to a 10b5-1 trading plan dated March 15, 2012.

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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