

MYLAN INC.  
Form 8-K  
September 22, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): September 22, 2011 (September 16, 2011)**

**MYLAN INC.**

**(Exact Name of Registrant as Specified in Charter)**

**Pennsylvania**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**1-9114**  
**(Commission**  
  
**File Number)**

**25-1211621**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**1500 Corporate Drive**

**Canonsburg, PA**  
(Address of Principal Executive Offices)

**15317**  
(Zip Code)

**Registrant's telephone number, including area code: (724) 514-1800**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

**Item 1.01. Entry Into a Material Definitive Agreement.**

As previously disclosed in its Current Report on Form 8-K filed on September 15, 2008 (the Original Form 8-K ), on September 9, 2008, Mylan Inc. (the Company ) entered into a Confirmation of OTC Warrant Transactions with Merrill Lynch International ( MLI ), which was amended on September 15, 2008 (as so amended, the Confirmation ).

The Confirmation, which covers an aggregate of 30,217,728 shares of the Company s common stock, provides for delivery by the Company of shares of its common stock to MLI based on the amount, if any, by which the volume-weighted average price of the Company s common stock at the time of exercise of the warrants exceeds the strike price of the warrants, subject to customary anti-dilution adjustments. The warrants will become exercisable during a period beginning after the maturity of the Company s \$575 million aggregate principal amount 3.75% Cash Convertible Notes due September 15, 2015, which were issued on September 15, 2008.

As previously disclosed in the Company s Current Report on Form 8-K filed on September 15, 2011, on September 9, 2011, the Company and MLI entered into an amendment (the Amendment ) to the Confirmation pursuant to which the strike price of 19,716,485 warrants under the Confirmation was increased to \$30 per share of the Company s common stock from \$20 per share, in consideration for an aggregate payment of \$70,912,333.

Between September 16, 2011 and the date of this report, the strike price of 8,344,844 additional warrants that had not previously been covered by the Amendment was increased to \$30 per share of the Company s common stock from \$20 per share, in consideration for an additional aggregate payment of \$31,976,882 from the Company to MLI.

Copies of the original Confirmation and the first amendment thereto were filed as Exhibits 10.5 and 10.6 to the Original Form 8-K.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MYLAN INC.**

Date: September 22, 2011

By: /s/ John D. Sheehan  
John D. Sheehan  
Executive Vice President and Chief Financial Officer