GREISCH JOHN J

Form 3

February 21, 2018

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

OMB APPROVAL

OMB Number:

3235-0104

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Catalent, Inc. [CTLT] GREISCH JOHN J (Month/Day/Year) 02/16/2018 (Last) (First) (Middle) 4. Relationship of Reporting

C/O CATALENT, INC., 14 SCHOOLHOUSE ROAD

(Street)

SOMERSET, ÂNJÂ 08873

(City) (State) (Zip)

1. Title of Security

Common Stock

(Instr. 4)

Person(s) to Issuer

(Check all applicable)

X Director Officer

10% Owner Other (give title below) (specify below)

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

5. If Amendment, Date Original

Filed(Month/Day/Year)

Person

Form filed by More than One

Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned (Instr. 4)

Ownership Form: Direct (D) or Indirect

SEC 1473 (7-02)

(I) (Instr. 5) 4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Â 1,193 (1) 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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

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

Conversion or Exercise Price of Derivative

6. Nature of Indirect Beneficial Ownership Ownership Form of (Instr. 5)

Title

Derivative Security: Direct (D) Security

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Date Expiration Amount or or Indirect
Exercisable Date Number of (I)
Shares (Instr. 5)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GREISCH JOHN J C/O CATALENT, INC. 14 SCHOOLHOUSE ROAD SOMERSET, NJÂ 08873

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Signatures

/s/ Jose Ibietatorremendia, attorney-in-fact 02/21/2018

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Restricted stock units (RSUs) acquired by the reporting person in connection with his becoming a member of the Issuer's board of directors and comprising the regular, annual grant of RSUs (pro-rated to reflect a partial year of service) provided to non-management directors pursuant to the Issuer's non-management director compensation package. Each RSU represents the right to receive one share of the Issuer's common stock as of the date of vesting, which will occur one (1) year from the date of award.

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