

MYLAN INC.
Form 4
March 20, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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

(Last) (First) (Middle)

1500 CORPORATE DRIVE, SUITE 400

(Street)

CANONSBURG, PA 15317

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
03/18/2008

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)

Chief Operating Officer

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 03/18/2008 | | M | 8,525 A \$ 0 | 22,220 | D ⁽¹⁾ | |
| Common Stock | 03/18/2008 | | F | 2,525 ⁽²⁾ D \$ 11.18 | 19,695 | D ⁽¹⁾ | |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| Emp. Stock Option - Right to Buy | \$ 11.18 | 03/18/2008 | | A | 197,306 | 03/18/2009 ⁽³⁾ 03/18/2018 | Common Stock 197,306 |
| Restricted Stock Units | \$ 0 | 03/18/2008 | | A | 25,157 | ⁽⁴⁾ ⁽⁴⁾ | Common Stock 25,157 |
| Restricted Stock Units | \$ 0 | 03/18/2008 | | A | 25,576 | ⁽⁵⁾ ⁽⁵⁾ | Common Stock 25,576 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BRESCH HEATHER M 1500 CORPORATE DRIVE SUITE 400 CANONSBURG, PA 15317 | | | Chief Operating Officer | |

Signatures

/s/ Heather M. Bresch
03/20/2008
**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) In addition, the reporting person's indirect ownership through 401(k) holdings as of 03/19/2008 was 1,151 shares.
- (2) Represents withholding of shares for the tax liability associated with the vesting of a portion of restricted stock units granted on 03/18/2008.
- (3) These options vest in three equal annual installments beginning on 03/18/2009.
- (4)

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Each restricted stock unit (RSU) represents the right to receive one share of Mylan Inc. common stock. These RSUs vest in three equal annual installments beginning on 03/18/2009.

(5) These RSUs vest in three equal annual installments beginning on the date of grant (03/18/08).

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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