

Catalent, Inc.
Form 3
August 15, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Catalent, Inc. | | (Month/Day/Year) | JUNIPER PHARMACEUTICALS INC [JNP] | |
| (Last) | (First) | (Middle) | 08/14/2018 | |
| 14 SCHOOLHOUSE ROAD | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| SOMERSET,Â NJÂ 08873 | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (City) | (State) | (Zip) | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| | | | (give title below) | (specify below) |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|---|--|---|
| Common Stock, par value \$0.01 per share | 9,285,239 ⁽¹⁾ | I ⁽²⁾ | See footnote. |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

Shares (I)
(Instr. 5)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Catalent, Inc. 14 SCHOOLHOUSE ROAD SOMERSET, NJ 08873 | X | | | |

Signatures

/s/ Steven L. Fasman, Senior Vice President, General Counsel and Secretary

08/15/2018

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).

- Represents shares of Juniper Pharmaceuticals, Inc. ("Juniper") purchased by Catalent Pharma Solutions, Inc. ("CPS"), a wholly owned subsidiary of PTS Intermediate Holdings LLC (which in turn is a wholly owned subsidiary of Catalent, Inc. ("Catalent")), immediately following the expiration of the tender offer (the "Offer") at 12:00 midnight, New York City time, at the end of August 13, 2018, which
- (1) Offer was effected in accordance with the Agreement and Plan of Merger, dated July 2, 2018 (the "Merger Agreement"), by and among CPS, Catalent, Catalent Boston, Inc., a wholly owned subsidiary of CPS ("Merger Sub"), and Juniper. On August 14, 2018, in accordance with the terms and conditions of the Merger Agreement, Merger Sub was merged (the "Merger") with and into Juniper, with Juniper continuing as the surviving corporation, and CPS became the sole owner of all of the 1,000 issued and outstanding shares of common stock of the surviving corporation remaining following the Merger.
 - (2) CPS is a wholly owned subsidiary of Catalent.

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.