

Burgstahler David F
Form 4
August 28, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Burgstahler David F

(Last) (First) (Middle)

C/O AVISTA CAPITAL HOLDINGS, L.P., 65 E. 55TH STREET, 18TH FLOOR

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Lantheus Holdings, Inc. [LNTH]

3. Date of Earliest Transaction (Month/Day/Year)
08/24/2017

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 08/24/2017 | | S | 17,207 D | \$ 17.02 (1) 661,746 | I | See footnote (2) |
| Common Stock | 08/24/2017 | | S | 2,793 D | \$ 17.02 (1) 107,418 | I | See footnote (3) |
| Common Stock | 08/25/2017 | | S | 36,372 D | \$ 17.01 (4) 625,374 | I | See footnote (2) |
| Common Stock | 08/25/2017 | | S | 5,904 D | \$ 17.01 101,514 | I | See |

Edgar Filing: Burgstahler David F - Form 4

| | | | | | | | | | |
|--------------|------------|--|---|--------|-----|------------|---------|---|------------------|
| Stock | | | | | (4) | | | | footnote (3) |
| Common Stock | 08/28/2017 | | S | 24,855 | D | \$ 17.0083 | 600,519 | I | See footnote (2) |
| Common Stock | 08/28/2017 | | S | 4,035 | D | \$ 17.0083 | 97,479 | I | See footnote (3) |
| Common Stock | | | | | | | 13,248 | D | |
| Common Stock | | | | | | | 1,562 | I | By trust (6) |

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Burgstahler David F
C/O AVISTA CAPITAL HOLDINGS, L.P.
65 E. 55TH STREET, 18TH FLOOR
NEW YORK, NY 10022

X

Signatures

By: /s/ David
Burgstahler

08/28/2017

__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).

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.00 to \$17.025, inclusive. The Reporting Person undertakes to provide to Lantheus Holdings, Inc., any security holder of Lantheus Holdings,

(1) Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1), (4) and (5) to this Form 4. The amounts shown in Column 5 have been revised to correct errors in previously filed reports.

(2) Represents shares of the Issuer held by Avista Capital Partners, L.P. ("ACP"). Avista Capital Partners GP, LLC ("ACP GP") is the general partner of ACP. Mr. Burgstahler is a member of the investment committee of ACP GP. By virtue of these relationships, Mr. Burgstahler may be deemed to share voting and dispositive power with respect to the shares of common stock held by ACP. Mr. Burgstahler expressly disclaims beneficial ownership of any such securities, except to the extent of his pecuniary interest therein.

(3) Represents shares of the Issuer held by Avista Capital Partners (Offshore), L.P. ("ACP Offshore"). ACP GP is the general partner of ACP Offshore. Mr. Burgstahler is a member of the investment committee of ACP GP. By virtue of these relationships, Mr. Burgstahler may be deemed to share voting and dispositive power with respect to the shares of common stock held by ACP Offshore. Mr. Burgstahler expressly disclaims beneficial ownership of any such securities, except to the extent of his pecuniary interest therein.

(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.00 to \$17.15, inclusive.

(5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$17.00 to \$17.075, inclusive.

(6) Reporting Person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

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.