

Monnet Dominique  
Form 4/A  
April 16, 2019

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Monnet Dominique

(Last) (First) (Middle)

932 SOUTHWOOD BLVD.

(Street)

INCLINE VILLAGE, NV 89451

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol

PDL BIOPHARMA, INC. [PDLI]

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

03/28/2019

4. If Amendment, Date Original  
Filed(Month/Day/Year)

04/01/2019

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify  
below) below)

President and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_X\_ 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	03/28/2019		A	Amount 451,075 (1) (2)	Price \$ 3.72	673,660	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  
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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)**

## Edgar Filing: Monnet Dominique - Form 4/A

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)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount Number Shares
Stock Option (right to buy)	\$ 3.72	03/28/2019		A	2,450,000	(3) 03/28/2029	Common stock 2,450,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Monnet Dominique 932 SOUTHWOOD BLVD. INCLINE VILLAGE, NV 89451	President and CEO

## Signatures

/s/ Nathan Kryszak, Attorney-in-Fact for Dominique Monnet 04/16/2019

\_\_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) The restricted stock units will vest as follows: (a) one-third (1/3) of the shares subject to the award shall vest on the one year anniversary of January 1, 2019, (b) one-third (1/3) of the shares subject to the award shall vest on the two year anniversary of January 1, 2019, and (c) one-third (1/3) of the shares subject to the award shall vest on the three year anniversary of January 1, 2019.
- (2) The number of shares included in the original April 1, 2019 Form 4 filing was incorrect and the Company is filing this amendment to correct the number of shares in the award grant.
- (3) The stock options will vest as follows: (a) 25% of the shares subject to the option shall vest on the one year anniversary of January 1, 2019 and (b) 75% of the shares subject to the option shall vest on a monthly basis pro rata over the thirty-six (36) months following the one year anniversary of January 1, 2019, provided that the recipient's continuous service has not terminated prior to the applicable vesting date, subject to earlier vesting upon a change in control and certain qualifying terminations of employment provided in the severance agreement between the issuer and the recipient.

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.