

KEHAYA MARK W

Form 4

January 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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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
KEHAYA MARK W

2. Issuer Name **and** Ticker or Trading  
Symbol  
PYXUS INTERNATIONAL, INC.  
[PYX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/14/2019

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

C/O PYXUS INTERNATIONAL,  
INC., 8001 AERIAL CENTER  
PARKWAY

(Street)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

MORRISVILLE, NC 27560

(City) (State) (Zip)

**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	01/14/2019		G	V 7,210 D \$ 0	78,822	I	Reliance Trust Co, Mark Kehaya, Ery W. Kehaya and Elizabeth Kehaya, co-trustees, Ery W. Kehaya CLAT
					212,990	D	

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Common Stock				
Common Stock	55,317	I		U.S. Trust Company of Delaware Administrative Trustee of the Kehaya QTIP FBO LISA-HOLD
Common Stock	134,124	I		By Helga L. Kehaya Trust, Trustee Mark Kehaya <sup>(1)</sup>
Common Stock	1,308	I		By wife as UTMA custodian for daughter
Common Stock	540	I		By wife as UTMA custodian for son
Common Stock	395	I		401(k)
Common Stock	7,485	I		Reliance Trust Company Co-Trustee of the Kehaya GST Ex Tr FBO Ery W. Kehaya
Common Stock	15,040	I		Reliance Trust Company Co-Tustee of the Kehaya GST Ex Tr FBO Mark Kehaya
Common Stock	7,485	I		Reliance Trust Company Co-Trustee of the Kehaya GST Ex Tr FBO Elizabeth Kehaya

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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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

KEHAYA MARK W  
C/O PYXUS INTERNATIONAL, INC.  
8001 AERIAL CENTER PARKWAY  
MORRISVILLE, NC 27560

X

## Signatures

LAURA D. JONES,  
ATTORNEY-IN-FACT

01/16/2019

\_\_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 reporting person is the trustee of the trust.

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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