

Catalent, Inc.  
Form 8-K  
September 25, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of Report (Date of earliest event reported): September 25, 2017**

**CATALENT, INC.**  
**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of Incorporation)**

**001-36587**  
**(Commission**

**File Number)**

**20-8737688**  
**(IRS Employer**

**Identification Number)**

**14 Schoolhouse Road**

**08873**

**Somerset, New Jersey**  
**(Address of registrant's principal executive office)**  
**(732) 537-6200**

**(Zip code)**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))  
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01 Other Items.**

On September 25, 2017, Catalent, Inc. (the Company ) issued a press release announcing the underwritten public offering of \$250 million of its common stock. The full text of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit**

No.	Description
99.1	Press Release of Catalent, Inc., dated September 25, 2017, announcing underwritten public offering of common stock.

EXHIBIT LIST

**Exhibit**

<b>No.</b>	<b>Description</b>
99.1	<u>Press Release of Catalent, Inc., dated September 25, 2017, announcing underwritten public offering of common stock.</u>

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Catalent, Inc.

(Registrant)

By:           /S/ STEVEN L. FASMAN  
                Steven L. Fasman  
                Senior Vice President, General Counsel

and Secretary

Date: September 25, 2017