

Cortes Fernando
Form 4/A
February 01, 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
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Cortes Fernando

(Last) (First) (Middle)

5301 LEGACY DRIVE

(Street)

PLANO, TX 75024

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Keurig Dr Pepper Inc. [KDP]

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

07/09/2018

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

07/10/2018

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

Chief Supply Chain Officer

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)
			Code	V	Amount (A) or (D)	Price	
Common Stock	07/09/2018 ⁽¹⁾		J		0 ⁽²⁾	A \$ 0	12,461 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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)**

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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)	Amount or Number of Share
				Code	V	(A)	(D)	
Employee Stock Option (Right to Buy)	\$ 14.81 (3)	07/09/2018		M(3)		37,538 (3)	07/09/2018 03/02/2026	Common Stock 37,538 (3)
Employee Stock Option (Right to Buy)	\$ 15.23 (4)	07/09/2018		M(4)		37,452 (4)	07/09/2018 03/02/2027	Common Stock 37,542 (4)

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Cortes Fernando 5301 LEGACY DRIVE PLANO, TX 75024	Chief Supply Chain Officer

Signatures

Kristin E. Blazewicz, attorney
in fact 02/01/2019

_____*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).

- Pursuant to the Agreement and Plan of Merger, dated January 29, 2018, ("Agreement"), between Maple Parent Holdings Corp., ("Maple"), Dr Pepper Snapple Group, Inc. ("DPS") and Salt Merger Sub, Inc., ("SMS"), SMS merged on July 9, 2018 into Maple (the "Merger"), with Maple surviving the Merger as a wholly-owned subsidiary of DPS. DPS was renamed Keurig Dr Pepper Inc. ("KDP"). The Reporting Person elected to have each issued and outstanding DPS stock option converted into KDP stock options at the effective time of the Merger.
- The original Form 4 filed on July 10, 2018 (the "Original Form 4") by the Reporting Person erroneously reported a total of 12,074 shares of outstanding DPS stock options converted into 12,074 shares of DPS common stock. The Reporting Person instead opted to have each
- (1) issued and outstanding DPS stock option converted into KDP stock options pursuant to the Agreement at the effective time of the Merger. As a result the amount of securities beneficially owned by the Reporting Person on the Original Form 4 following the reported transactions should have been reported as 12,461 and not 24,540.
- (2)

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- (3) The Original Form 4 reported 6,044 shares of outstanding DPS stock options granted on March 2, 2016 converted into 6,044 shares of DPS common stock. The Reporting Person instead had opted to have each issued and outstanding DPS stock option converted into KDP stock options, pursuant to the Merger. Table II should have shown \$14.81 in Column 2 and not \$94.62; and 37,538 in Column 5(A) and Column 7 and not 6,044; and 37,538 in Column 9 and not 0.

- (4) The Original Form 4 reported 6,030 shares of outstanding DPS stock options granted on March 2, 2017 converted into 6,030 shares of DPS common stock. The Reporting Person instead had opted to have each issued and outstanding DPS stock option converted into KDP stock options, pursuant to the Merger. Table II should have shown \$15.23 in Column 2 and not \$91.98; and 37,452 in Column 5(A) and Column 7 and not 6,030; and 37,452 in Column 9 and not 0.

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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