

**PYXUS INTERNATIONAL, INC.**  
Reported by  
**KEHAYA MARK W**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 01/16/19 for the Period Ending 01/14/19

Address	6001 HOSPITALITY COURT SUITE 100 MORRISVILLE, NC, 27560-2009
Telephone	9193794300
CIK	0000939930
Symbol	PYYX
SIC Code	5150 - Wholesale-Farm Product Raw Materials
Industry	Tobacco
Sector	Consumer Non-Cyclicals
Fiscal Year	03/31

**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).

OMB APPROVAL  
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> <b>KEHAYA MARK W</b>  (Last) (First) (Middle) <b>C/O PYXUS INTERNATIONAL, INC., 8001 AERIAL CENTER PARKWAY</b>  (Street) <b>MORRISVILLE, NC 27560</b> (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <b>PYXUS INTERNATIONAL, INC. [ PYX</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
			3. Date of Earliest Transaction (MM/DD/YYYY) <b>1/14/2019</b>					
			4. If Amendment, Date Original Filed (MM/DD/YYYY)			6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)			
Common Stock	1/14/2019		G	V	7210	D	\$0	78822	I Reliance Trust Co, Mark Kehaya, Ery W. Kehaya and Elizabeth Kehaya, co-trustees, Ery W. Kehaya CLAT
Common Stock								212990	D
Common Stock								55317	I U.S. Trust Company of Delaware Administrative Trustee of the Kehaya QTIP FBO LISA-HOLD
Common Stock								134124	I By Helga L. Kehaya Trust, Trustee Mark Kehaya (L)
Common Stock								1308	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								7485	I Reliance Trust Company Co-Trustee of the Kehaya GST Ex Tr FBO Ery W. Kehaya
Common Stock								15040	I Reliance Trust Company Co-Tustee of the Kehaya GST Ex Tr FBO Ex Tr FBO Mark Kehaya
Common Stock								7485	I Reliance Trust Company Co-Trustee of the Kehaya GST Ex Tr FBO

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			Code	V	Amount	(A) or (D)	Price			
										Elizabeth Kehaya

**Table II - Derivative Securities 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. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
						Code	V			(A)	(D)	Date Exercisable	Expiration Date	Title

**Explanation of Responses:**

(1) The reporting person is the trustee of the trust.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>KEHAYA MARK W C/O PYXUS INTERNATIONAL, INC. 8001 AERIAL CENTER PARKWAY MORRISVILLE, NC 27560</b>	X			

**Signatures****LAURA D. JONES, ATTORNEY-IN-FACT****1/16/2019**

\*\* Signature of Reporting Person

Date

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

\* 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).

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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