SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
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☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*

Tezel Ahmet

(Last) (First) (Middle)

5220 VALIANT COURT
C/O LIVANOVA PLC

(Street)

GLOUCESTER GL3 4FE

(City) (State) (Zip)

UNITED KINGDOM

(Country)

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

LivaNova PLC [LIVN]

Foreign Trading Symbol

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

08/11/2026

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

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director | 10% Owner
☑ Officer (give title below) | Other (specify below)

Chief Innovation Officer

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

☑ 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			
Ordinary Shares	08/11/2026		M		12,692	A	$52.68	18,782	D	
Ordinary Shares	08/11/2026		D		8,589	D	$77.86[1]	10,193	D	
Ordinary Shares	08/11/2026		F		1,428	D	$77.86[2]	8,765	D	
Ordinary Shares	08/11/2026		S		2,675	D	$77.7355[3]	6,090	D	

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 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	$52.68	08/11/2026		M			12,692	(4)	06/15/2034	Ordinary Shares	12,692	$0	12,691	D	

Explanation of Responses:

1. Shares withheld in payment of the base price in connection with the exercise of stock appreciation rights (SARs).
2. Shares withheld to satisfy tax liability.
3. The shares were sold in multiple open-market transactions at prices from $77.6684 to $77.7900; the reported price reflects the weighted-average sale price. The reporting person undertakes to provide to LivaNova PLC (the Company), any security holder of the Company, or the SEC staff, upon request, full information regarding the number of shares sold at each separate price.
4. The SARs were granted on June 15, 2024, vesting in four equal annual installments beginning June 15, 2025, and are subject to forfeiture prior to vesting under the terms of the Amended and Restated LivaNova PLC 2022 Incentive Award Plan and the award agreement.

Remarks:

/s/ Sarah K. Mohr, Attorney-in-Fact 08/13/2026

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.