

MAGELLAN HEALTH INC

Form 4

March 09, 2015

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WEST JEFFREY N

2. Issuer Name **and** Ticker or Trading
Symbol
MAGELLAN HEALTH INC
[MGLN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
4800 SCOTTSDALE RD, SUITE
4400

3. Date of Earliest Transaction
(Month/Day/Year)
03/05/2015

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
General Counsel and Secretary

(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

SCOTTSDALE, AZ 85251

(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 Ownership (Instr. 4)
Ordinary Common Stock, \$0.01 par value	03/05/2015		M ⁽¹⁾	831 A	\$ 0 (2) 9,689	D	
Ordinary Common Stock, \$0.01 par value	03/05/2015		M ⁽³⁾	765 A	\$ 0 (2) 10,454	D	
	03/05/2015		M ⁽⁴⁾	676 A	11,130	D	

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Ordinary Common Stock, \$0.01 par value						\$ 0 (2)	
Ordinary Common Stock, \$0.01 par value	03/05/2015	F(5)	804	D	(6)	10,326	D

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. Pri Deriv Secur (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 <u>(2)</u>	03/05/2015		M <u>(1)</u>		831		03/05/2015	<u>(2)</u>	Common Stock	831	\$ 0
Restricted Stock Units	\$ 0 <u>(2)</u>	03/05/2015		M <u>(3)</u>		765		03/05/2015	<u>(2)</u>	Common Stock	765	\$ 0
Restricted Stock	\$ 0 <u>(2)</u>	03/05/2015		M <u>(4)</u>		676		03/05/2015	<u>(2)</u>	Common Stock	676	\$ 0

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WEST JEFFREY N
4800 SCOTTSDALE RD, SUITE 4400
SCOTTSDALE, AZ 85251

General
Counsel and
Secretary

Signatures

/s/ Jeffrey N.
West

03/09/2015

**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) This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 5, 2012. Each Restricted Stock Unit represents a contingent right to receive one share of Magellan common stock.
- (2) Not applicable.
- (3) This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 5, 2013. Each Restricted Stock Unit represents a contingent right to receive one share of Magellan common stock.
- (4) This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 5, 2014. Each Restricted Stock Unit represents a contingent right to receive one share of Magellan common stock.
- (5) Represents the portion of shares withheld by the Company in order to pay taxes.
- (6) Closing price on NASDAQ on March 5, 2015.

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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