

MAGELLAN HEALTH SERVICES INC
 Form 4/A
 April 05, 2011

FORM 4

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

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, 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 *
LERER RENE

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

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

(Last) (First) (Middle)
55 NOD ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/30/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

AVON, CT 06001
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
08/02/2010

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 Ownership: Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Price | | |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | | X ⁽¹⁾ | 17,500 A | \$ 34.57 71,813 | D | |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | | S ⁽¹⁾ | 300 D | \$ 40.11 71,513 | D | |
| Ordinary Common Stock | 07/30/2010 | | S ⁽¹⁾ | 2,500 D | \$ 40.13 69,013 | D | |

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| | | | | | | | |
|---|------------|------------------|-------|---|--------------|--------|---|
| Stock, \$0.01 par value | | | | | | | |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 2,200 | D | \$ 40.14 | 66,813 | D |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 1,000 | D | \$ 40.7 | 65,813 | D |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 1,000 | D | \$ 40.74 | 64,813 | D |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 500 | D | \$ 40.8 | 64,313 | D |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 4,500 | D | \$ 40.86 | 59,813 | D |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 3,000 | D | \$ 40.87 | 56,813 | D |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 1,000 | D | \$ 41.407 | 55,813 | D |
| Ordinary Common Stock, \$0.01 par value | 07/30/2010 | S ⁽¹⁾ | 1,500 | D | \$ 41.53 | 54,313 | 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)

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (right to buy) | \$ 34.57 | 07/30/2010 | | X ⁽¹⁾ | 17,500 | ⁽²⁾ 03/10/2015 | Common | 17,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LERER RENE 55 NOD ROAD AVON, CT 06001 | X | | Chief Executive Officer | |

Signatures

/s/ Ren?? Lerer 04/05/2011
 **Signature of Date
 Reporting Person

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 pursuant to a Rule10b-5-1 plan, and accordingly, not on a discretionary basis by the reporting person.
- (2) All the options in this tranche have vested and are fully exercisable.
- (3) Not applicable.

Remarks:

The Amendment is being filed in order to include reporting of the acquisition of 17,500 shares by way of a stock option exerci

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