

MEDNAX, INC.  
Form 4  
November 05, 2014

**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 \*  
MEDEL ROGER MD

(Last) (First) (Middle)  
1301 CONCORD TERRACE  
(Street)

SUNRISE, FL 33323

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MEDNAX, INC. [MD]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/03/2014

4. If Amendment, Date 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 Executive 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
Common Stock	11/03/2014		M		10,881	A	\$ 22.35
Common Stock	11/03/2014		S <sup>(1)</sup>		10,881	D	\$ 62.5206
Common Stock	11/04/2014		M		15,052	A	\$ 22.35
Common Stock	11/04/2014		S <sup>(1)</sup>		15,052	D	\$ 62.516 <sup>(3)</sup>
Common Stock	11/05/2014		M		37,475	A	\$ 22.35

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Common Stock	11/05/2014	M	100,000	A	\$ 28.025	1,424,290	D
Common Stock	11/05/2014	M	6,437	A	\$ 27.715	1,430,727	D
Common Stock	11/05/2014	S <sup>(1)</sup>	143,912	D	\$ <u>(4)</u> 62.6149	1,286,815	D

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

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(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 Security (Instr. 3 and 4)
					V	(A) (D)	Date Exercisable	Expiration Date	
Stock Options (Right to Buy)	\$ 22.35	11/03/2014		M		10,881	06/01/2009	06/01/2016	Common Stock
Stock Options (Right to Buy)	\$ 22.35	11/04/2014		M		15,052	06/01/2009	06/01/2016	Common Stock
Stock Options (Right to Buy)	\$ 22.35	11/05/2014		M		37,475	06/01/2009	06/01/2016	Common Stock
Stock Options (Right to Buy)	\$ 28.025	11/05/2014		M		100,000	06/01/2010	08/10/2017	Common Stock
Stock Options (Right to Buy)	\$ 27.715	11/05/2014		M		6,437	06/01/2011	06/02/2018	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MEDEL ROGER MD 1301 CONCORD TERRACE SUNRISE, FL 33323	X		Chief Executive Officer	

## Signatures

Dominic J. Andreano,  
Attorney-in-Fact

11/05/2014

\_\_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) Sales made pursuant to Reporting Person's 10b5-1 trading plan.
  - (2) Sales of shares were executed in thirteen (13) separate transactions with prices ranging from \$62.50 to \$62.60 for a weighted average sales price of \$62.5206.
  - (3) Sales of shares were executed in fifteen (15) separate transactions with prices ranging from \$62.50 to \$62.59 for a weighted average sales price of \$62.5160.
  - (4) Sales of shares were executed in eighty-seven (87) separate transactions with prices ranging from \$62.50 to \$62.95 for a weighted average sales price of \$62.6149.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.