

MAGELLAN HEALTH INC

Form 4

March 09, 2015

**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).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lewis Clapper Caskie

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  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Chief Human Resources Officer

(Street)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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 <sup>(1)</sup>	1,020 A	\$ 0 (2)	16,186	D
Ordinary Common Stock, \$0.01 par value	03/05/2015		M <sup>(3)</sup>	940 A	\$ 0 (2)	17,126	D
	03/05/2015		M <sup>(4)</sup>	859 A		17,985	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)

953

D

(6)

17,032

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. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				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>	1,020	03/05/2015	<u>(2)</u>	Common Stock	1,020
Restricted Stock Units	\$ 0 <u>(2)</u>	03/05/2015		M <u>(3)</u>	940	03/05/2015	<u>(2)</u>	Common Stock	940
Restricted Stock	\$ 0 <u>(2)</u>	03/05/2015		M <u>(4)</u>	859	03/05/2015	<u>(2)</u>	Common Stock	859

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director

10% Owner

Officer

Other

Chief Human Resources Officer

Lewis Clapper Caskie  
4800 SCOTTSDALE RD, SUITE 4400  
SCOTTSDALE, AZ 85251

## Signatures

/s/ Caskie  
Lewis-Clapper 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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