

MAGELLAN HEALTH INC

Form 3

July 10, 2015

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Kamal Mostafa

(Last)

(First)

(Middle)

15950 NORTH 76TH
STREET, SUITE 200

(Street)

SCOTTSDALE, AZ 85260

(City)

(State)

(Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/01/2015

3. Issuer Name and Ticker or Trading Symbol
MAGELLAN HEALTH INC [MGLN]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

CEO, Magellan Rx Management

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

(Instr. 5)

Stock Option (right to buy)	Â <u>(1)</u>	04/01/2025	Common Stock	5,000	\$ 71	D	Â
Stock Option (right to buy)	Â <u>(1)</u>	03/04/2025	Common Stock	4,441	\$ 63.95	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	03/05/2023	Common Stock	157	\$ 53	D	Â
Restricted Stock Units	Â <u>(3)</u>	Â <u>(4)</u>	Common Stock	525	\$ <u>(4)</u>	D	Â
Performance Stock Units - 3/4/15	Â <u>(5)</u>	Â <u>(4)</u>	Common Stock	395	\$ <u>(4)</u>	D	Â
Performance Stock Units (EPS) 3/5/14	Â <u>(6)</u>	Â <u>(4)</u>	Common Stock	29	\$ <u>(4)</u>	D	Â
Performance Stock Units (ROE) 3/5/14	Â <u>(6)</u>	Â <u>(4)</u>	Common Stock	29	\$ <u>(4)</u>	D	Â
Performance Stock Units (EPS) 3/5/14	Â <u>(6)</u>	Â <u>(4)</u>	Common Stock	29	\$ <u>(4)</u>	D	Â
Performance Stock Units (ROE) 3/5/14	Â <u>(6)</u>	Â <u>(4)</u>	Common Stock	28	\$ <u>(4)</u>	D	Â
Performance Stock Units (C) 3/5/13	Â <u>(6)</u>	Â <u>(4)</u>	Common Stock	29	\$ <u>(4)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kamal Mostafa 15950 NORTH 76TH STREET SUITE 200 SCOTTSDALE, AZ 85260	Â	Â	Â CEO, Magellan Rx Management	Â

Signatures

/s/ Mostafa
Kamal

07/10/2015

 Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Options shall vest and become exercisable in one-third increments on March 4 of each of 2016, 2017 and 2018.
- (2) of the 472 options granted, 315 have previously vested and exercised. The remainder of 157 options shall vest on March 5, 2016.
- (3) Restricted Stock Units shall vest in one third increments on March 5 of each of 2016, 2017 and 2018.

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- (4) Not applicable.
- (5) Performance Stock Units shall vest on March 4, 2018.
- (6) Performance Stock Units shall vest on March 5, 2016 subject to performance restrictions.

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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