

WEX Inc.
Form 4
May 03, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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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 *
Phillips Scott Robert

(Last) (First) (Middle)
C/O WEX INC., 97 DARLING AVENUE
(Street)

SOUTH PORTLAND, ME 04106

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
WEX Inc. [WEX]

3. Date of Earliest Transaction (Month/Day/Year)
05/02/2017

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)
SVP and GM, EFS

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 (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/02/2017		S		2,074	D	\$ 99.87 (1)	4,149 (2)	I	By GRAT
Common Stock	05/02/2017		S		8,994	D	\$ 99.91 (3)	17,986 (4)	I	By Trust
Common Stock	05/02/2017		S		8,993	D	\$ 99.91 (5)	17,987 (6)	I	By Trust
Common Stock	05/02/2017		S		2,074	D	\$ 99.86	4,149 (8)	I	By GRAT

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- The price listed is a weighted average price for all shares sold. All shares were sold for between \$99.04 and \$101.77. Upon request, the
- (3) reporting person will provide the Securities and Exchange Commission, WEX Inc. or any security holder of WEX Inc. with full information regarding the number of shares sold at each separate purchase price.
- (4) These shares are held in a trust for the benefit of the reporting person. The reporting person disclaims beneficial ownership of the shares except to the extent of his pecuniary interest in the reported shares.
- The price listed is a weighted average price for all shares sold. All shares were sold for between \$99.09 and \$101.76. Upon request, the
- (5) reporting person will provide the Securities and Exchange Commission, WEX Inc. or any security holder of WEX Inc. with full information regarding the number of shares sold at each separate purchase price.
- (6) These shares are held in a trust for the benefit of the reporting person's spouse. The reporting person disclaims beneficial ownership of the shares except to the extent of his pecuniary interest in the reported shares.
- The price listed is a weighted average price for all shares sold. All shares were sold for between \$99.11 and \$101.61. Upon request, the
- (7) reporting person will provide the Securities and Exchange Commission, WEX Inc. or any security holder of WEX Inc. with full information regarding the number of shares sold at each separate purchase price.
- (8) These shares are held in a grantor retained annuity trust for the benefit of the reporting person's spouse. The reporting person disclaims beneficial ownership of the shares except to the extent of his pecuniary interest in the reported shares.

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.