

Cooper Walter W.
Form 3
June 12, 2009

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

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Cooper Walter W.		(Month/Day/Year)	WELLCARE HEALTH PLANS, INC. [WCG]	
(Last)	(First)	(Middle)	06/02/2009	
C/O WELLCARE HEALTH PLANS, INC., Â 8725 HENDERSON ROAD, REN. 1			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
TAMPA, Â FL Â 33634			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			SVP, Marketing & Sales	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> 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)
Common Stock	12,723	D	Â

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

SEC 1473 (7-02)

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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)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	Â (1)	10/02/2013	Common Stock	35,000	\$ 57.5	D	Â
Employee Stock Option (Right to Buy)	Â (2)	09/13/2011	Common Stock	2,616	\$ 85.53	D	Â
Employee Stock Option (Right to Buy)	Â (3)	09/13/2011	Common Stock	2,081	\$ 85.53	D	Â
Employee Stock Option (Right to Buy)	Â (4)	11/28/2012	Common Stock	40,000	\$ 45.25	D	Â
Employee Stock Option (Right to Buy)	Â (5)	03/06/2015	Common Stock	14,247	\$ 43.45	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Stock	8,734	\$ (7)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cooper Walter W. C/O WELLCARE HEALTH PLANS, INC. 8725 HENDERSON ROAD, REN. 1 TAMPA, FL 33634	Â	Â	Â SVP, Marketing & Sales	Â

Signatures

/s/ Michael Haber, 06/12/2009
Attorney-in-fact

__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) 14,000 options are vested on the date hereof; 7,000 options vest on October 2, 2009; 7,000 options vest on October 2, 2010; and 7,000 options vest on October 2, 2011.
- (2) 1,308 options are vested on the date hereof; 654 options vest on March 13, 2010; and 654 options vest on March 13, 2011.
- (3) The options are vested on the date hereof.
- (4) The options vest in full on November 28, 2009.
- (5) 3,561 options are vested on the date hereof; 3,562 options vest on March 6, 2010; 3,562 options vest on March 6, 2011; and 3,562 options vest on March 6, 2012.
- (6) The restricted stock units vest in equal installments on each of the first through fourth anniversaries of March 13, 2009. Vested shares will be delivered to the reporting person upon vest.
- (7) Each restricted stock unit represents a contingent right to receive one share of WCG common stock.

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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