

GREGOIRE DANIEL N

Form 4

March 06, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 *
GREGOIRE DANIEL N2. Issuer Name and Ticker or Trading
Symbol
MAGELLAN HEALTH SERVICES
INC [MGLN]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

55 NOD ROAD

(Street)

AVON, CT 06001

3. Date of Earliest Transaction
(Month/Day/Year)
03/03/20124. If Amendment, Date Original
Filed(Month/Day/Year)☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify
below)
General Counsel and Secretary6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(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 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)
Ordinary Common Stock, \$0.01 par value	03/03/2012		M ⁽¹⁾	1,124 A \$ 0 ⁽²⁾	3,300	D	
Ordinary Common Stock, \$0.01 par value	03/03/2012		M ⁽³⁾	1,177 A \$ 0 ⁽²⁾	4,477	D	
Ordinary Common Stock, \$0.01 par value	03/04/2012		M ⁽⁴⁾	1,215 A \$ 0 ⁽²⁾	5,692	D	

Stock,
\$0.01 par
value

Ordinary
Common

Stock, 03/03/2012
\$0.01 par
value

F⁽⁵⁾

355

D

\$

47.46

5,337

D

(7)

Ordinary
Common

Stock, 03/03/2012
\$0.01 par
value

F⁽⁵⁾

398

D

\$

47.46

4,939

D

(7)

Ordinary
Common

Stock, 03/04/2012
\$0.01 par
value

F⁽⁵⁾

386

D

\$

47.46

4,553

D

(7)

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

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.

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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 Securities (Instr. 3 and 4)	8. De Sec (In		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0 ⁽²⁾	03/03/2012		M ⁽¹⁾	1,124	03/03/2012	⁽⁶⁾	Common Stock	1,124	\$
Restricted Stock Units	\$ 0 ⁽²⁾	03/03/2012		M ⁽³⁾	1,177	03/03/2012	⁽⁶⁾	Common Stock	1,177	\$
	\$ 0 ⁽²⁾	03/04/2012		M ⁽⁴⁾	1,215	03/04/2012	⁽⁶⁾		1,215	\$

Restricted
Stock
Units

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
GREGOIRE DANIEL N 55 NOD ROAD AVON, CT 06001	General Counsel and Secretary

Signatures

/s/ Daniel N. 03/06/2012
Gregoire

__Signature of Date
Reporting Person

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).

This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 3, 2010. Each Restricted
(1) Stock Unit represents a contingent right to receive one share of Magellan common stock. The remainder of 1,124 shares shall vest on March 3, 2013.

(2) No price was applicable to the acquisition of this security.

This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 3, 2011. Each Restricted
(3) Stock Unit represents a contingent right to receive one share of Magellan common stock. The remainder of 2,352 shares shall vest in equal increments on March 3, 2013 and 2014.

(4) This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 4, 2009. Each Restricted Stock Unit represents a contingent right to receive one share of Magellan common stock.

(5) Represents the portion of shares which the Company determined to settle in cash to pay applicable tax withholding.

(6) Not applicable.

(7) Closing price of Magellan stock on NASDAQ on March 5, 2012.

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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