

ROSE SCOTT

Form 3

March 26, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated 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 *

ROSE SCOTT

(Last) (First) (Middle)

WAGEWORKS, 1101 PARK PLACE, 4TH FLOOR

(Street)

SAN MATEO, CA 94403

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/18/2019

3. Issuer Name and Ticker or Trading Symbol
WAGEWORKS, INC. [WAGE]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

Chief Operating Officer

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

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)

Common Stock

538

D

A

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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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				Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Restricted Stock Units	06/20/2017 ⁽¹⁾	06/20/2020 ⁽¹⁾	Common Stock	10,000 ⁽²⁾	\$ 0	D	Â
Restricted Stock Units	10/20/2018 ⁽³⁾	10/20/2021 ⁽³⁾	Common Stock	2,699 ⁽²⁾	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROSE SCOTT WAGEWORKS 1101 PARK PLACE, 4TH FLOOR SAN MATEO, CA 94403	Â	Â	Â Chief Operating Officer	Â

Signatures

/s/ Ingrid Freire as Attorney-in-Fact for Scott
Rose 03/26/2019

__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) On 7/28/16 the reporting person was granted 10,000 Restricted Stock Units ("RSUs"), the grant vests in four equal annual installments from the Vesting Commencement Date.
- (2) No company securities may be issued unless and until the Company files a registration statement on Form 8 with the Securities and Exchange Commission.
- (3) On 10/20/2017 the reporting person was granted 2,699 Restricted Stock Units ("RSUs"), the grant vests in four equal annual installments from the Grant Date.

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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