

WELLCARE HEALTH PLANS, INC.

Form 4

February 21, 2007

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

Check this box
if no longer
subject to
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
King-Shaw Ruben Jose JR

(Last) (First) (Middle)

C/O WELLCARE HEALTH
PLANS, INC., 8725 HENDERSON
ROAD

(Street)

TAMPA, FL 33634

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol
WELLCARE HEALTH PLANS,
INC. [WCG]

3. Date of Earliest Transaction
(Month/Day/Year)
02/16/2007

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)

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	02/16/2007		M		3,125	A \$ 17	23,206 D
Common Stock	02/16/2007		M		4,500	A \$ 36.45	27,706 D
Common Stock	02/16/2007		S		1,600	D \$ 78.56	26,106 D
Common Stock	02/16/2007		S		100	D \$ 78.58	26,006 D
	02/16/2007		S		2,000	D \$ 78.6	24,006 D

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Common
Stock

Common Stock	02/16/2007	S	100	D	\$ 78.68	23,906	D
Common Stock	02/16/2007	S	125	D	\$ 78.69	23,781	D
Common Stock	02/16/2007	S	300	D	\$ 78.7	23,481	D
Common Stock	02/16/2007	S	600	D	\$ 78.73	22,881	D
Common Stock	02/16/2007	S	500	D	\$ 78.75	22,381	D
Common Stock	02/16/2007	S	500	D	\$ 78.77	21,881	D
Common Stock	02/16/2007	S	900	D	\$ 78.78	20,981	D
Common Stock	02/16/2007	S	100	D	\$ 78.79	20,881	D
Common Stock	02/16/2007	S	700	D	\$ 78.8	20,181	D
Common Stock	02/16/2007	S	100	D	\$ 78.86	20,081	D

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. F Der Sec (In		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	\$ 17	02/16/2007		M		3,125		(1)	07/07/2014		3,125

Director
Stock
Option
(right to
buy)

Common
Stock

Director
Stock
Option
(right to
buy)

\$ 36.45 02/16/2007

M

4,500

(2)

07/27/2012

Common
Stock 4,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

King-Shaw Ruben Jose JR
C/O WELLCARE HEALTH PLANS, INC.
8725 HENDERSON ROAD
TAMPA, FL 33634

X

Signatures

/s/ Michael Haber,
attorney-in-fact

02/21/2007

__Signature of Reporting Person

Date

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).

(1) These options vest as to 25% on July 7, 2005, and as to 2.083% upon the end of each full calendar month thereafter.

(2) These options vest in full on the grant date and shall expire on the tenth anniversary of the date of grant.

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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