

WELLCARE HEALTH PLANS, INC.

Form 4

March 03, 2016

FORM 4

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

OMB APPROVAL

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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 *
HEBERT MAURICE

(Last) (First) (Middle)

C/O WELLCARE HEALTH PLANS, INC., 8735 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)
03/01/2016

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)
Chief Accounting Officer

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 Price (D)		
Common Stock	03/01/2016		A ⁽¹⁾		995 D \$ 0	D	
Common Stock	03/01/2016		F		271 ⁽²⁾ D \$ 92.5	D	
Common Stock	03/01/2016		A ⁽³⁾		574 A \$ 0	D	
Common Stock	03/01/2016		F		157 ⁽⁴⁾ D \$ 92.5	D	
	03/01/2016		M ⁽⁵⁾		427 A \$ 0	D	

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Common Stock							
Common Stock	03/01/2016	F	117 ⁽⁶⁾	D	\$ 92.5	12,452	D
Common Stock	03/01/2016	M ⁽⁷⁾	448	A	\$ 0	12,900	D
Common Stock	03/01/2016	F	123 ⁽⁸⁾	D	\$ 92.5	12,777	D
Common Stock	03/01/2016	M ⁽⁹⁾	270	A	\$ 0	13,047	D
Common Stock	03/01/2016	F	74 ⁽¹⁰⁾	D	\$ 92.5	12,973	D
Common Stock	03/01/2016	M ⁽¹¹⁾	1,514	A	\$ 0	14,487	D
Common Stock	03/01/2016	F	450 ⁽¹²⁾	D	\$ 92.5	14,037	D

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

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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. Price or Value of Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	⁽¹³⁾	03/01/2016		M	427	⁽¹⁴⁾	⁽¹⁴⁾	Common Stock	427
Restricted Stock Units	⁽¹³⁾	03/01/2016		M	448	⁽¹⁵⁾	⁽¹⁵⁾	Common Stock	448
	⁽¹³⁾	03/01/2016		M	270	⁽¹⁶⁾	⁽¹⁶⁾		270

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- (14) The award of restricted stock units vests in approximately equal increments on March 1, 2014, March 1, 2015 and March 1, 2016. Vested shares will be delivered to the Reporting Person upon vest.
- (15) The award of restricted stock units vests in approximately equal increments on March 1, 2015, March 1, 2016 and March 1, 2017. Vested shares will be delivered to the Reporting Person upon vest.
- (16) The award of restricted stock units vests in approximately equal increments on March 1, 2016, March 1, 2017 and March 1, 2018. Vested shares will be delivered to the Reporting Person upon vest.
- (17) Each market stock unit represents a contingent right to receive up to 2 shares of WCG common stock based on the average closing price for the last thirty trading days in 2015 compared to the last thirty trading days in 2012.
- (18) The market stock units vested on March 1, 2016. Vested shares will be delivered to the Reporting Person upon vest.

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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