

MEDNAX, INC.

Form 3

July 10, 2013

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated 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 *

Hawk William C

(Last) (First) (Middle)

1301 CONCORD TERRACE

(Street)

SUNRISE, FL 33323

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/01/2013

3. Issuer Name and Ticker or Trading Symbol
MEDNAX, INC. [MD]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

COO American Anesthesiology

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

9,980.2 ⁽¹⁾ ⁽²⁾

D H

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

SEC 1473 (7-02)

**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.****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
ExercisableExpiration
Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

				Shares		(I) (Instr. 5)	
Stock Options (Right to Buy)	06/02/2011	06/02/2018	Common Stock	1,667 ⁽³⁾	\$ 55.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hawk William C 1301 CONCORD TERRACE SUNRISE, FL 33323	Â	Â	Â COO American Anesthesiology	Â

Signatures

Dominic J. Andreano,
Attorney-in-fact

07/10/2013

__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).

Includes 1,064 shares of restricted stock granted on June 1, 2011 pursuant to Issuer's 2008 Incentive Compensation Plan ("2008 ICP"), that will vest on June 1, 2014, 2,582 shares of restricted stock granted on June 1, 2012 pursuant to Issuer's Amended and Restated 2008

(1) Incentive Compensation Plan ("2008 ARICP") that will vest in equal installments on June 1, 2014 and June 1, 2015 and 2,962 shares of restricted stock granted on June 1, 2013 pursuant to Issuer's 2008 ARICP that will vest in three installments on June 1, 2014, June 1, 2015 and June 1, 2016.

(2) Includes 1573.206 shares acquired by the Reporting Person through Issuer's Employee Stock Purchase Plan.

(3) Stock Options granted on June 2, 2008 pursuant to Issuer's 2008 ICP.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.