Edgar Filing: CENTENE CORP - Form 4

CENTENE (CORP										
Form 4											
April 29, 20	15										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB AF	OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check th									Expires:	January 31,	
subject to STATEMENT OF CHA				ANGES IN BENEFICIAL OWNERSHIP					Estimated average		
Section 16.				SECURITIES					burden hours per		
Form 4 o Form 5			~ • •		~ .				response 0.5		
obligatio	n o *						•	e Act of 1934,			
may cont See Instru 1(b).	tinue. Section 1			vestment	•	· ·	•	f 1935 or Section 40	1		
(Print or Type I	Responses)										
DODEDTS IOIN D			2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
	CENTE	ENE COR	P [CNC]			(Check all applicable)					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				(Chee)	k un appneable)		
7700 FORS	(Month/			nth/Day/Year) 28/2015				X_ Director 10% Owner Officer (give title Other (specify			
77001010	1 III DOULL (07/20/2	015				below)	below)		
			endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 				
ST. LOUIS,	, MO 63105							Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			d of (D)	Securities Beneficially Owned Following Reported Transaction(s)	OwnershipIndirForm: DirectBene(D) orOwn	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common				Code V	Amount		Price	(Instr. 3 and 4)			
Common Stock	04/28/2015			А	2,910	А	\$ 70.79	105,602.264 (1)	D		
Common Stock								80,992	I	See footnote (2)	

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. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pr Deri Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Option (right to buy)	\$ 8.45					12/10/2013	12/10/2018	Common Stock	10,000	
	_									

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ROBERTS JOHN R 7700 FORSYTH BOULEVARD ST. LOUIS, MO 63105	Х						
Signatures							
/s/ William N. Scheffel (executed attorney-in-fact)	by		04/29/2015				
<u>**</u> Signature of Reporting Perso	on		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) Ownership includes 2,910 shares of restricted stock vesting on the date of the April 2016 Annual Meeting of Stockholders, subject to meeting Board of Director meeting attendance conditions.
- (2) Owned by a revocable trust held in the name of Mr. Roberts' spouse of which he serves as co-trustee and beneficiary.

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.