

MAGELLAN HEALTH INC  
 Form 4  
 December 09, 2016

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Lewis Clapper Caskie

2. Issuer Name and Ticker or Trading Symbol  
 MAGELLAN HEALTH INC  
 [MGLN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 55 NOD ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 12/07/2016

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Human Resources Officer

AVON, CT 06001

4. 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

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(D)	Price	
Ordinary Common Stock, \$0.01 par value	12/07/2016		X <sup>(1)</sup>		15,997	A	\$ 47.46 33,029	D
Ordinary Common Stock, \$0.01 par value	12/08/2016		X <sup>(1)</sup>		15,548	A	\$ 47.46 48,577	D
Ordinary Common Stock, \$0.01 par value	12/08/2016		X <sup>(1)</sup>		24,045	A	\$ 49.1 72,622	D

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Stock, \$0.01 par value							
Ordinary Common Stock, \$0.01 par value	12/07/2016	S <sup>(1)</sup>	15,997	D	\$ 74	56,625	D
Ordinary Common Stock, \$0.01 par value	12/08/2016	S <sup>(1)</sup>	15,548	D	\$ 74	41,077	D
Ordinary Common Stock, \$0.01 par value	12/08/2016	S <sup>(1)</sup>	23,045	D	\$ 75	18,032	D
Ordinary Common Stock, \$0.01 par value	12/08/2016	S <sup>(1)</sup>	1,000	D	\$ 75.0146	17,032	D

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

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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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (right to buy)	\$ 47.46	12/07/2016		X <sup>(1)</sup>	15,997	<sup>(2)</sup>	03/05/2022	Common Stock	15,997

Stock Option (right to buy)	\$ 47.46	12/07/2016	X <sup>(1)</sup>	15,548	<u>(2)</u>	03/05/2022	Common Stock	15,548
Stock Option (right to buy)	\$ 49.1	12/08/2016	X <sup>(1)</sup>	24,045	<u>(2)</u>	03/03/2021	Common Stock	24,045

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lewis Clapper Caskie 55 NOD ROAD AVON, CT 06001			Chief Human Resources Officer	

## Signatures

/s/ Caskie  
Lewis-Clapper                      12/09/2016

    Signature of Reporting                      Date  
Person

## 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) This transaction was effectuated pursuant to a Rule 10b-5-1 Plan.
- (2) All of the stock options in this tranche have vested in full.
- (3) Not applicable.

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.