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MAGELLAN HEALTH SERVICES INC

Form 4 June 21, 2013

FORM 4

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

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16.

Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue.

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Rubin Jona	Symbol MAGE		d Ticker or Trading EALTH SERVICES	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
(Last) 55 NOD R	, ,		Day/Year)	Fransaction	Director 10% Owner _X_ Officer (give title Other (specify below) Chief Financial Officer					
		endment, Donth/Day/Yea	Oate Original ar)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person						
AVON, CT				Form filed by More than One Reporting Person						
(City)	(State)	(Zip) Tal	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. Transacti Code (Instr. 8)	4. Securities Acquired (A order Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership			

							,,		•
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) our Disposed of (D) (Instr. 3, 4 and 5)			Beneficially Form: Owned Direct	Ownership	7. Nature Indirect Beneficia Ownersh (Instr. 4)
Ordinary			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock, \$0.01 par value	06/19/2013		X <u>(1)</u>	1,600	A	\$ 32.91	14,128	D	
Ordinary Common Stock, \$0.01 par value	06/19/2013		S <u>(1)</u>	1,600 (4)	D	\$ 57.0584 (4)	12,528	D	

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

of

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SEC 1474 (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. Transactic Code (Instr. 8)	5. Number of Derivation Securities Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	ve Expiration (Month/D	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisab	Expiration le Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 32.91	06/19/2013		X <u>(1)</u>	1,60	00 (2)	03/04/2019	Ordinary Common	1,600	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Rubin Jonathan N 55 NOD ROAD AVON, CT 06001

Chief Financial Officer

Signatures

/s/ Daniel Gregoire as Attorney In Fact for Jonathan Rubin

06/21/2013

Date

**Signature of Reporting 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 10b5-1 Plan.
- (2) All of the stock options in this tranche have vested in full.
- (3) Not applicable.
- (4) The number of securities reported represents an aggregate number of shares sold in multiple open market transactions at prices ranging from \$57.00 to \$57.14, inclusive. The price reported represents the weighted average price. The Reporting Person undertakes to provide the staff of the SEC, the Issuer, or a stockholder of the Issuer, upon request, the number of shares sold by the Reporting Person at each

Reporting Owners 2

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separate price within the range.

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