MEDNAX, INC. Form 4 June 03, 2015

## FORM 4

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

OMB APPROVAL

Number: 3235-0287

Synings: January 31,

Expires: 2005
Estimated average

0.5

burden hours per response...

5. Relationship of Reporting Person(s) to

Issuer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Section 16.

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

CALABRO JOSEPH M

1. Name and Address of Reporting Person \*

		MI	MEDNAX, INC. [MD]				(Check all applicable)			
(Last)	(First) (	(Me	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2015				Director 10% Owner Specify below)  President and COO			
SUNRISE,	(Street) FL 33323		4. If Amendment, Date Original Filed(Month/Day/Year)			- -	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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							y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)  06/01/2015	2A. Deemed Execution Date any (Month/Day/Y	Code	iomr Dispos (Instr. 3,	ed of (		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)	
Stock Common	06/01/2015		S(2)	37,918	D	\$ 70.4794	268,879	D		
Stock  Common Stock	06/03/2015		S(2)	70,153	D	(3) \$ 70.5199 (4)	198,726	D		
Common Stock							8	I	By Spouse	

#### Edgar Filing: MEDNAX, INC. - Form 4

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

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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerci	sable and	7. Title a	ınd	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration Da	te	Amount	of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Underlyi	ng	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	s	(Instr. 5)
	Derivative				Securities			(Instr. 3	and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									mount	
						Date	Expiration Date	or		
						Exercisable			umber	
					. (A) (B)			of		
				Code V	$^{\prime}$ (A) (D)			St	nares	

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CALABRO JOSEPH M 1301 CONCORD TERRACE SUNRISE, FL 33323

President and COO

### **Signatures**

Dominic J. Andreano, Attorney-in-Fact

06/03/2015

\*\*Signature of Reporting Person 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).
- Restricted shares granted pursuant to the Issuer's Amended and Restated 2008 Incentive Compensation Plan, as amended, in connection (1) with annual equity award. The vesting of the restricted shares is subject to performance based criteria but will not vest any earlier than in three equal installments on June 1, 2016, June 1, 2017 and June 1, 2018.
- (2) Sales of shares made pursuant to Reporting Person's 105b-1 trading plan.
- (3) Sales made in ninety (90) separate transactions with prices ranging from \$70.03 to \$71.03 for a weighted average sales price of \$70.4794.
- Sales of shares were made in eighty (80) separate transactions with prices ranging from \$70.01 to \$70.88 for a weighted average sales price of \$70.5199.

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

Reporting Owners 2

# Edgar Filing: MEDNAX, INC. - Form 4

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.