

McCloud Scott R
Form 4
September 18, 2012

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
McCloud Scott R

2. Issuer Name and Ticker or Trading Symbol
CORVEL CORP [CRVL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2010 MAIN STREET, SUITE 600

3. Date of Earliest Transaction (Month/Day/Year)
09/14/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

CHIEF FINANCIAL OFFICER

(Street)

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

IRVINE, CA 92614

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| COMMON STOCK | 09/14/2012 | | M | 1 | A \$ 25.3 | 6,178 | D |
| COMMON STOCK | 09/14/2012 | | S | 1 | D \$ 45.07 | 6,177 | D |
| COMMON STOCK | 09/14/2012 | | M | 100 | A \$ 25.1 | 6,277 | D |
| COMMON STOCK | 09/14/2012 | | A | 100 | D \$ 45.07 | 6,177 | D |
| COMMON STOCK | 09/14/2012 | | M | 125 | A \$ 32.44 | 6,302 | D |

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| | | | | | | | |
|--------------|------------|---|-----|---|----------|-------|---|
| COMMON STOCK | 09/14/2012 | S | 125 | D | \$ 45.07 | 6,177 | D |
| COMMON STOCK | 09/14/2012 | M | 125 | A | \$ 30 | 6,302 | D |
| COMMON STOCK | 09/14/2012 | S | 125 | D | \$ 45.07 | 6,177 | D |

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)

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 Security (Instr. 3 and 4) |
|---|--|---|---|-----------------------------------|--|---|--|
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 25.1 | 09/14/2012 | | M | 100 | <u>(1)</u> 02/04/2013 | COMMON STOCK |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 25.3 | 09/14/2012 | | M | 1 | <u>(1)</u> 10/29/2012 | COMMON STOCK |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 30 | 09/14/2012 | | M | 125 | <u>(1)</u> 08/14/2013 | COMMON STOCK |
| NON-QUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 32.44 | 09/14/2012 | | M | 125 | <u>(1)</u> 05/06/2013 | COMMON STOCK |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

McCloud Scott R
2010 MAIN STREET
SUITE 600
IRVINE, CA 92614

CHIEF FINANCIAL OFFICER

Signatures

BY: SHARON O'CONNOR FOR: SCOTT R.
MCCLOUD

09/18/2012

__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).
- (1) Exercisable as to 25% of shares one year following grant date with the remaining shares exercisable in 36 equal monthly installments thereafter.

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