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MEDNAX, INC. Form 4 June 02, 2009 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.	OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5				
See Instruction 3 1(b).)(h) of the Investment Company A	ct of 1940			
1. Name and Address of Reporting Perso HAWKINS THOMAS W	 2. Issuer Name and Ticker or Trac Symbol MEDNAX, INC. [MD] 	Issuer	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle	3. Date of Earliest Transaction (Month/Day/Year) 06/01/2009	Director X Officer (give below)	Director 10% Owner X Officer (give title Other (specify		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by O	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
SUNRISE, FL 33323 (City) (State) (Zip)		Person			
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. I Exec any	Table I - Non-Derivative Sect Deemed 3. 4. Securities A ation Date, if Transactionor Disposed of Code (Instr. 3, 4 and th/Day/Year) (Instr. 8) (A) (A) Or Code (D)	cquired (A) 5. Amount of (D) Securities 5) Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Beneficial Direct (D) Ownership or Indirect (Instr. 4) (I) (Instr. 4)		
Common 06/01/2009 Stock	S 10,000 D	\$ 41.3918 43,291 (1)	D		
Common 06/01/2009 Stock	A $\frac{29,159}{(2)}$ A	\$ 0 72,450	D		

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Unde Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships				
1	Director	10% Owner	Officer	Other	
HAWKINS THOMAS W 1301 CONCORD TERRACE SUNRISE, FL 33323			SVP, General Counsel and Secy.		
Signatures					
/ / TTT XXX					

/s/ Thomas W. 06/02/2009 Hawkins

**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) The sales were executed in seven (7) separate transactions with prices ranging from \$41.39 to \$41.40 for a weighted average sales price of \$41.3918.
- Restricted shares granted pursuant to the Issuer's 2008 Incentive Compensation Plan in connection with annual equity award. The vesting
- (2) of the restricted shares is subject to performance based criteria but will not vest any earlier than in three equal installments on June 1, 2010, 2011 and 2012.

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.