

MAGELLAN HEALTH SERVICES INC
 Form 4
 October 07, 2011

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 *
LERER RENE

2. Issuer Name and Ticker or Trading Symbol
MAGELLAN HEALTH SERVICES 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)
10/05/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Executive Officer

AVON, CT 06001
 (City) (State) (Zip)

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

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) | (A) or (D) | 5. Amount or Price | 6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|---|
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | | X ⁽¹⁾ | 27,500 | A | \$ 32.91 | 85,392 | D |
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | | S ⁽¹⁾ | 3,500 | D | \$ 48 | 81,892 | D |
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | | S ⁽¹⁾ | 4,000 | D | \$ 48.01 | 77,892 | D |

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| | | | | | | | | |
|---|------------|------------------|-------|---|-------------|--------|---|--|
| Stock, \$0.01 par value | | | | | | | | |
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | S ⁽¹⁾ | 2,500 | D | \$ 48.05 | 75,392 | D | |
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | S ⁽¹⁾ | 2,500 | D | \$ 48.06 | 72,892 | D | |
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | S ⁽¹⁾ | 7,500 | D | \$ 48.11 | 65,392 | D | |
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | S ⁽¹⁾ | 6,800 | D | \$ 48.16 | 58,592 | D | |
| Ordinary Common Stock, \$0.01 par value | 10/05/2011 | S ⁽¹⁾ | 700 | D | \$ 48.17 | 57,892 | 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.

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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 | |
|---|--|---|---|--------------------------------------|--|--|---|---------------------------|------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number |

| | | | | | | | | |
|--------------------------------------|----------|------------|------------------|--------|----------------|------------|-----------------|--------|
| Stock Option (right to buy) | \$ 32.91 | 10/05/2011 | X ⁽¹⁾ | 27,500 | ⁽²⁾ | 03/04/2019 | Common Stock | 27,500 |
|--------------------------------------|----------|------------|------------------|--------|----------------|------------|-----------------|--------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LERER RENE 55 NOD ROAD AVON, CT 06001 | X | | Chief Executive Officer | |

Signatures

/s/ Rene Lerer 10/07/2011

__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) This transaction was effectuated pursuant to a Rule 10b-5-1 Plan.
- (2) 12,622 stock options are vested and remain exercisable. The balance of 81,311 options shall vest on March 4, 2012.
- (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.
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