Edgar Filing: CALABRO JOSEPH M - Form 4

| Form 4 | JOSEPH M | | | | | | | | | | |
|---|---------------------|--|--|---|------------|-----------|--|--|---|--------------|--|
| February 17 | ЛЛ | | | | | | | | OMB AP | PROVAL | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | OMB Number: | 3235-0287 | |
| Check the check | | | | | | | Expires: | January 31, 2005 | | | |
| subject t Section Form 4 Form 5 | STATEN 16. or | | ERSHIP OF | Estimated average burden hours per response | | | | | | | |
| obligatio may cor <i>See</i> Insta 1(b). | ons Section 17(| a) of the l | Public U | | lding Cor | npan | y Act of | Act of 1934, 1935 or Section) | | | |
| (Print or Type | Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> CALABRO JOSEPH M | | | 2. Issuer Name and Ticker or Trading Symbol MEDNAX, INC. [MD] | | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (I | Middle) | | | | | | (Check | all applicable) | 1 | |
| 1301 CONCORD TERRACE | | | | | | | | Director 10% Owner X Officer (give title Other (specify below) Chief Operating Officer | | | |
| (Street) | | | 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 | | | |
| SUNRISE, | FL 33323 | | | | | | | Person | sie man one Rep | orting | |
| (City) | (State) | (Zip) | Tab | le I - Non-J | Derivative | Secu | rities Acqu | ired, Disposed of, | or Beneficiall | y Owned | |
| 1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution D (Instr. 3) any (Month/Day | | Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) ay/Year) (Instr. 8) (A) | | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock | 02/16/2012 | | | S | 44,642 | D | \$ 75.03 (1) | 85,358 | D | | |
| Common Stock | 02/17/2012 | | | S | 2,479 | D | \$ 75.0208 | 82,879 | D | | |
| Common Stock | | | | | | | | 4 | I | By spouse | |

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

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number.

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. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | ate | Amou Unde Secur | tle and unt of rlying rities : 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr |
|---|---|---|---|--|---|---------------------|--------------------|-----------------------|---|---|--|
| Repor | rting O | wners | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

| Reporting Owner Name / Address | Relationships | | | | | | | | |
|---|---------------|-----------|-------------------------|-------|--|--|--|--|--|
| I O | Director | 10% Owner | Officer | Other | | | | | |
| CALABRO JOSEPH M 1301 CONCORD TERRACE SUNRISE, FL 33323 | | | Chief Operating Officer | | | | | | |
| Signatures | | | | | | | | | |
| /s/ Thomas W. Hawkins, Attorney-in-fact | | 02/17 | /2012 | | | | | | |
| **Signature of Reporting Person | | Da | te | | | | | | |
| Explanation of Responses: | | | | | | | | | |

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) Sales of shares were executed in four hundred twenty-six (426) separate transactions with prices ranging from \$75.00 to \$75.20 for a weighted average sales price of \$75.03.

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.