WELLCARE HEALTH PLANS, INC.
Form 4
March 03, 2015

FORM 4

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

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

OMB APPROVAL

OMB Number:	3235-0287
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Anderson Lawrence

(Last) (First) (Middle)

C/O WELLCARE HEALTH PLANS, INC., 8735 HENDERSON ROAD

(Street)

TAMPA, FL 33634

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
WELLCARE HEALTH PLANS, INC. [WCG]

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP, Chief HR Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/01/2015		A (1)		617	A	$ 0	8,021	D	
Common Stock	03/01/2015		F		202 (2)	D	$ 90.81	7,819	D	
Common Stock	03/01/2015		M (3)		396	A	$ 0	8,215	D	
Common Stock	03/01/2015		F		109 (4)	D	$ 90.81	8,106	D	
	03/01/2015		M (5)		520	A	$ 0	8,626	D	

Common Stock								
Common Stock	03/01/2015	F	143 (6)	D	$ 90.81	8,483	D	
Common Stock	03/01/2015	M(7)	571	A	$ 0	9,054	D	
Common Stock	03/01/2015	F	157 (8)	D	$ 90.81	8,897	D	
Common Stock	03/01/2015	M(9)	1,400	A	$ 0	10,297	D	
Common Stock	03/01/2015	F	377 (10)	D	$ 90.81	9,920	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. 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. Pr Deriv Secu (Instr
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	(11)	03/01/2015		M			396	(12)	(12)	Common Stock (12)	396	$
Restricted Stock Units	(11)	03/01/2015		M			520	(13)	(13)	Common Stock	520	$
Restricted Stock Units	(11)	03/01/2015		M			571	(14)	(14)	Common Stock	571	$
Market Stock Units	(15)	03/01/2015		M			1,400	(16)	(16)	Common Stock	1,400	$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Anderson Lawrence C/O WELLCARE HEALTH PLANS, INC. 8735 HENDERSON ROAD TAMPA, FL 33634			SVP, Chief HR Officer	

Signatures

/s/ Michael Haber, attorney-in-fact	03/03/2015
**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).

(1) Settlement of performance stock units that were granted on February 13, 2012 and vested on March 1, 2015 based upon the achievement of performance goals for the three-year performance period ending December 31, 2014.

(2) Forfeiture of shares to satisfy tax obligations related to performance stock units that were granted to the Reporting Person on February 13, 2012 and vested on March 1, 2015.

(3) Vesting of restricted stock units granted to the Reporting Person on February 13, 2012.

(4) Forfeiture of shares to satisfy tax obligations related to restricted stock units that were granted to the Reporting Person on February 13, 2012 and vested on March 1, 2015.

(5) Vesting of restricted stock units granted to the Reporting Person on March 18, 2013.

(6) Forfeiture of shares to satisfy tax obligations related to restricted stock units that were granted to the Reporting Person on March 18, 2013 and vested on March 1, 2015.

(7) Vesting of restricted stock units granted to the Reporting Person on February 27, 2014.

(8) Forfeiture of shares to satisfy tax obligations related to restricted stock units that were granted to the Reporting Person on February 27, 2014 and vested on March 1, 2015.

(9) Settlement of market stock units that were granted on February 13, 2012 and vest on March 1, 2015.

(10) Forfeiture of shares to satisfy tax obligations related to market stock units that were granted to the Reporting Person on February 13, 2012 and vested on March 1, 2015.

(11) Each restricted stock unit represents a contingent right to receive one share of WCG common stock.

(12) The award of restricted stock units vests in approximately equal increments on March 1, 2013, March 1, 2014 and March 1, 2015. Vested shares will be delivered to the Reporting Person upon vest.

(13) The award of restricted stock units vests in approximately equal increments on March 1, 2014, March 1, 2015 and March 1, 2016. Vested shares will be delivered to the Reporting Person upon vest.

(14) The award of restricted stock units vests in approximately equal increments on March 1, 2015, March 1, 2016 and March 1, 2017. Vested shares will be delivered to the Reporting Person upon vest.

(15) Each market stock unit represents a contingent right to receive up to 1.5 shares of WCG common stock based on the average closing price for the last thirty trading days in 2014 compared to the last thirty trading days in 2011.

(16) The market stock units vested on March 1, 2015. Vested shares will be delivered to the Reporting Person upon vest.

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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