MOLINA JOHN C

Form 4

January 30, 2018

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. 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

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person *

MOLINA JOHN C

2. Issuer Name and Ticker or Trading

Symbol

MOLINA HEALTHCARE INC

3. Date of Earliest Transaction

[MOH]

(Last) (First) (Middle)

(Month/Day/Year) 01/26/2018

300 UNIVERSITY AVE., SUITE

100

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

_X__ Director 10% Owner Officer (give title Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

SACRAMENTO,	CA	95825
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(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. Transactic Code (Instr. 8)	4. Securities Acquired (A) action Disposed of (D) (Instr. 3, 4 and 5) . 8) (A) or			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)
Common Stock	01/26/2019		S <u>(1)</u>	5,385	D	\$ 92.8846 (2)	2,399,687	I	Trustee of Trust (3)
Common Stock	01/29/2018		S <u>(1)</u>	16,265	D	\$ 92.2576 (4)	2,383,422	I	Trustee of Trust (3)
Common Stock							414,151	D	
Common Stock							11,154	D (5)	

Common Family 675 I (6) Stock Foundation

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control 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	Conversion (Month/Day/Year) or Exercise Price of Derivative	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. onNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	.	ate	7. Title and Amount of Underlying Securities (Instr. 3 and	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	Amor or Title Numb of Share	ber	

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

MOLINA JOHN C 300 UNIVERSITY AVE., SUITE 100 X SACRAMENTO, CA 95825

Signatures

/s/ John C. Molina, by Karen I. Calhoun, 01/30/2018 Attorney-in-Fact

> **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).
- Sale pursuant to the Rule 10b5-1 Trading Plan of the John C. Molina Separate Property Trust. **(1)**
- Represents the weighted average sale price of all sales on the Transaction Date. The range of prices for the transactions was \$91.94 to \$93.47. The Reporting Person undertakes to provide full information about the transactions to the Commission upon request.
- (3) The shares are owned by the John C. Molina Separate Property Trust, of which Mr. Molina is the trustee and beneficiary.

Reporting Owners 2

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- (4) Represents the weighted average sale price of all sales on the Transaction Date. The range of prices for the transactions was \$91.79 to \$92.94. The Reporting Person undertakes to provide full information about the transactions to the Commission upon request.
- (5) The shares are owned by Mr. Molina and his spouse as community property.
- (6) The shares are owned by the John Molina Foundation.

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.