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WEX Inc. Form 4 May 19, 2015 FORM 4 Moment of the public Utility Holding Company Act of 1934, See Instruction 1(b). WITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Manuary 31, 2005 Stimated average Statement Company Act of 1934, 30(h) of the Investment Company Act of 1934) (b).							
(Print or Type Responses)							
POND KIRK P Symbol		Issuer Name and Ticker or Trading nbol EX Inc. [WEX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) C/O WEX INC., 97 DA AVENUE	(Mo	Date of Earliest Transaction onth/Day/Year) /15/2015	X_ Director 10% Owner Officer (give title 0ther (specify below) below)				
(Street) SOUTH PORTLAND,	File	f Amendment, Date Original ed(Month/Day/Year)	Joint/Group Filing(Check One Reporting Person More than One Reporting				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
Security (Month/Day (Instr. 3)	any (Month/Day/Y	3. 4. Securities te, if TransactionAcquired (A) or Code Disposed of (D) Year) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Pric \$ 0	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		
Stock 05/16/201	5	M 1,212 A (1)	29,580	D			
Common Stock			700	I	By the Loretta A. Pond Trust		
Common Stock			2,500	I	By the Pond Family Foundation		
Common Stock			3,000	I	By the Nancy St.John Pond		

Account

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.

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)	orDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. l De Sec (In
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	05/15/2015		А	931		(2)	(2)	Common Stock	931	
Restricted Stock Units	\$ 0	05/16/2015		М		1,212	<u>(1)</u>	<u>(1)</u>	Common Stock	1,212	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
POND KIRK P C/O WEX INC. 97 DARLING AVENUE SOUTH PORTLAND, ME 04106	Х					
Signatures						
/s/ Gregory Wiessner, as attorney- Pond	05/1	05/19/2015				
** Signature of Reporting Pers	on		ļ	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).

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- (1) $\frac{\text{RSUs vested on 5/16/15 and each RSU converted into a deferred stock unit which will vest 200 days after his separation from the company.$
- (2) Restricted Stock Units ("RSUs") will vest in total on 5/15/16.

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.