Edgar Filing: Dearborn Joel Alan JR - Form 4

Dearborn Jo	el Alan JR										
Form 4	010										
March 19, 2	ПЛ	STATES					NGE C	OMMISSION	OMB AF OMB	PROVAL 3235-0287	
Check this box if no longer subject to Section 16. Section 16.				ashington, D.C. 20549 NGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Expires: January 3 Expires: 200 Estimated average burden hours per		
Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b). (Print or Type	Filed pur ons tinue. Section 17((a) of the l	Public U		ding Cor	npan	y Act of	Act of 1934, 1935 or Section)	response	0.5	
	Address of Reporting	Person <u>*</u>	Symbol	r Name and nc. [WEX		Tradi	0	5. Relationship of I Issuer	Reporting Pers		
(Last) C/O WEX I AVENUE	(First) (INC., 97 DARLII	Middle) NG		f Earliest Tr Day/Year) 018	ransaction			Director X Officer (give below)	10%	Owner r (specify	
				nendment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SOUTH PC	ORTLAND, ME ()4106						Form filed by M Person	ore than One Rej	porting	
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Secu	rities Acqu	iired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	(Instr. 3,	(A) or	d of (D) 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)	
Common Stock	03/15/2018			Code V M	Amount 1,457	(D) A	Price \$ 0	2,870	D		
Common Stock	03/15/2018			F <u>(1)</u>	427	D	\$ 158.66	2,443	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. Transactio Code (Instr. 8)	orDerivati Securitie Acquired Disposed	ecurities (Mont acquired (A) or bisposed of (D) instr. 3, 4, and		Date Exercisable and piration Date pnth/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	\$ 0	03/15/2018		М		1,457	(2)	(2)	Common Stock	1,457	
Restricted Stock Unit	\$ 0	03/15/2018		А	695		(3)	<u>(3)</u>	Common Stock	695	
Stock Option (right to buy)	\$ 158.23	03/15/2018		A	2,145		<u>(4)</u>	03/15/2028	Common Stock	2,145	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Dearborn Joel Alan JR C/O WEX INC. 97 DARLING AVENUE SOUTH PORTLAND, ME 04106			President, Corporate Payments				
Signatures							
/s/ Gregory Wiessner, as attorney-i Dearborn	n-fact for	Joel A.	03/19/2018				

**Signature of Reporting Person

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).

Date

- (1) Represents tax withholding in connection with the vesting of the Restricted Stock Units ("RSUs") on March 15, 2018.
- (2) Restricted Stock Units vested on March 15, 2018 and each RSU converted into one share of common stock.
- (3) RSUs vest with respect to one third of these units on each of 3/15/2019, 3/15/2020 and 3/15/2021.
- (4) This stock option will vest with respect to one third of these shares on each of 3/15/2019, 3/15/2020 and 3/15/2021.

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.