

WAGEWORKS, INC.  
Form 8-K  
August 04, 2014

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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**FORM 8-K**

**CURRENT REPORT**  
**Pursuant to Section 13 or 15(d) of**  
**The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported)

**August 4, 2014**

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**WageWorks, Inc.**  
(Exact name of registrant as specified in its charter)

<b><u>Delaware</u></b>	<b><u>001-35232</u></b>	<b><u>94-3351864</u></b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**1100 Park Place, 4th Floor**  
**San Mateo, California 94403**  
(Address of principal executive offices, including zip code)

**(650) 577-5200**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On August 4, 2014, Richard T. Green, Chief Financial Officer of WageWorks, Inc. (the “Company”), notified the Company of his intention to resign as an officer of the Company in order to pursue other opportunities. Mr. Green plans to continue as Chief Financial Officer of the Company during the next few months in order to facilitate an orderly transition of his responsibilities. The Company has initiated a search to identify a replacement Chief Financial Officer and expects to conclude the search process expeditiously.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**WAGEWORKS, INC.**

By: /s/ Joseph L. Jackson

Name: Joseph L. Jackson

Title: Chief Executive Officer

Date: August 4, 2014

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