Edgar Filing: WAGEWORKS, INC. - Form 4

WAGEWORKS, IN Form 4 May 07, 2015	С.							
FORM 4 U	INITED STA			AND EX(, D.C. 20		COMMISSION	÷	PPROVAL 3235-0287
Section 16. Form 4 or Form 5	Filed pursuar ction 17(a) of	NT OF CHAN	IGES IN SECUI 6(a) of th tility Hol	BENEF RITIES ne Securit ding Con	ICIAL O ies Excha 1pany Act	WNERSHIP OF nge Act of 1934, of 1935 or Section 940	Estimated burden hou response	urs per
(Print or Type Responses))							
1. Name and Address of NAFUS EDWARD		Symbol		d Ticker or	Ū	5. Relationship o Issuer	of Reporting Per	son(s) to
(Last) (First	t) (Middle	le) 3. Date o	f Earliest T	, INC. [W	/AGE]		eck all applicabl	
1100 PARK PLACE	E, 4TH FLOC		Day/Year) 015			Director Officer (giv below)		% Owner her (specify
(Stree SAN MATEO, CA 9			endment, D nth/Day/Yea	ate Origina r)	I	•	-	erson
(City) (State	e) (Zip)) Tab	le I - Non-I	Derivative	Securities A	Person	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)2. Transac (Month/D)	any	ecution Date, if	Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D)	Securities	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Reminder: Report on a se	eparate line for e	each class of secu	urities bene	Perso inform requir	ns who res ation cont ed to resp ys a curre	or indirectly. spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Inst

	Derivative Security				(A) or Disposed (D) (Instr. 3, and 5)					
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	05/06/2015	А		3,442		(2)	(2)	Common Stock	3,442

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
NAFUS EDWARD C 1100 PARK PLACE, 4TH FLOOR SAN MATEO, CA 94403				
Signatures				
/s/ Kimberly L. Wilford, attorney-in-fact		05/07/2015		
**Signature of Reporting Person		Date		
Evalenction of Doon				

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) Each restricted stock unit represents a contingent right to receive one share of WageWorks Inc. common stock.
- (2) All of the restricted stock units vest one year from the date of grant and such restricted stock units are subject to vesting acceleration provisions upon a change of control of the Issuer.

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.