#### MOLINA J MARIO MD

Form 4

December 13, 2017

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB

3235-0287 Number: January 31, Expires:

**OMB APPROVAL** 

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obligations

may continue.

See Instruction

Check this box

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)

1. Name and Address of Reporting Person * MOLINA J MARIO MD	2. Issuer Name <b>and</b> Ticker or Trading Symbol MOLINA HEALTHCARE INC [MOH]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last) (First) (Middle) 15302 CENTRAL AVENUE	3. Date of Earliest Transaction (Month/Day/Year) 12/11/2017	Director 10% Owner Officer (give titleX Other (specify below) Former Director			
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Chec Applicable Line) _X_Form filed by One Reporting Person			
CHINO, CA 91710		Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Ta	ble I - Non	-Derivative	Secur	rities Acquir	ed, Disposed of,	or Beneficial	ly 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) or fransactionDisposed of (D) code (Instr. 3, 4 and 5) (nstr. 8)		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	12/11/2017		S(1)	Amount 483,880	(D)	Price \$ 73.7133 (2)	1,039,395	I	Trust (3)
Common Stock	12/12/2017		S(1)	101,612	D	\$ 74.1379 (4)	937,783	I	Trust (3)
Common Stock	12/11/2017		S <u>(1)</u>	53,240	D	\$ 74.0923 (5)	61,125	I	Trust (6)
Common Stock							63,799	I	Trust (7)

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Common Stock	65,282	I	Trust (8)
Common Stock	151,630	I	Trust (9)
Common Stock	106,000	I	Foundation (10)

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.

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 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. Transac Code (Instr. 8	5. tionNumber of ) Derivativ Securitie Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	s I	Pate	7. Title Amoun Underl Securit (Instr.	nt of lying	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	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

MOLINA J MARIO MD 15302 CENTRAL AVENUE CHINO, CA 91710

Former Director

# **Signatures**

/s/ Joseph M. Molina, M.D., by Karen Calhoun, Attorney-in-Fact

12/13/2017

\*\*Signature of Reporting Person

Date

Reporting Owners 2

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## **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) Sale pursuant to the Rule 10b5-1 Trading Plan of Dr. Molina.
- Represents the weighted average sale price of all sales on the Transaction Date. The range of prices for the transactions was \$73.50 to \$73.89. The Reporting Person undertakes to provide full information about the transactions to the Commission upon request.
- (3) The shares are owned by the J. Marion Molina Separate Property Trust, of which Dr. Molina is sole trustee.
- (4) Represents the weighted average sale price of all sales on the Transaction Date. The range of prices for the transactions was \$73.48 to \$75.53. The Reporting Person undertakes to provide full information about the transactions to the Commission upon request.
- Represents the weighted average sale price of all sales on the Transaction Date. The range of prices for the transactions was \$73.50 to \$74.45. The Reporting Person undertakes to provide full information about the transactions to the Commission upon request.
- (6) The shares are held by the M/T Molina Family Trust, of which Dr. Molina and his spouse are trustees and beneficiaries.
- (7) The shares are owned by Dr. Molina's spouse, Therese A. Molina, as trustee of the MM GRAT 915/3.
- (8) The shares are owned by JMB GRAT 1209/4 for the benefit of Josephine M. Battiste, of which Dr. Molina is sole trustee.
- (9) The shares are owned by JMM GRAT 716/3, of which Dr. Molina is the beneficiary.
- (10) The shares are owned by the Molina Family Foundation, of which Dr. Molina is president.

#### **Remarks:**

Dr. Molina resigned from the Issuer's board of directors on December 13, 2017.

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.