

MEDNAX, INC.
Form 3
July 10, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Hawk William C | | (Month/Day/Year) | MEDNAX, INC. [MD] | |
| (Last) | (First) | (Middle) | 07/01/2013 | |
| 1301 CONCORD TERRACE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| SUNRISE,Â FLÂ 33323 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | COO American Anesthesiology | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 9,980.2 <u>(1)</u> <u>(2)</u> | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

| | | | | Shares | | (I) (Instr. 5) | |
|------------------------------|------------|------------|--------------|----------------------|----------|-------------------|---|
| Stock Options (Right to Buy) | 06/02/2011 | 06/02/2018 | Common Stock | 1,667 ⁽³⁾ | \$ 55.43 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Hawk William C 1301 CONCORD TERRACE SUNRISE, FL 33323 | Â | Â | Â COO American Anesthesiology | Â |

Signatures

Dominic J. Andreano,
Attorney-in-fact

07/10/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Includes 1,064 shares of restricted stock granted on June 1, 2011 pursuant to Issuer's 2008 Incentive Compensation Plan ("2008 ICP"), that will vest on June 1, 2014, 2,582 shares of restricted stock granted on June 1, 2012 pursuant to Issuer's Amended and Restated 2008 Incentive Compensation Plan ("2008 ARICP") that will vest in equal installments on June 1, 2014 and June 1, 2015 and 2,962 shares of restricted stock granted on June 1, 2013 pursuant to Issuer's 2008 ARICP that will vest in three installments on June 1, 2014, June 1, 2015 and June 1, 2016.
- (1) Includes 1573.206 shares acquired by the Reporting Person through Issuer's Employee Stock Purchase Plan.
- (2) Stock Options granted on June 2, 2008 pursuant to Issuer's 2008 ICP.

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.