

HMS HOLDINGS CORP
Form 5
February 06, 2015

FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362
Expires: January 31, 2005
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person *
LUCIA WILLIAM C

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
HMS HOLDINGS CORP [HMSY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

5615 HIGH POINT DRIVE

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2014

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

IRVING, TX 75038

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	Amount or Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock	12/29/2009	Â	G5 ⁽¹⁾	D	\$ 0	118,374 ⁽³⁾	D	Â	
Common Stock	12/29/2009	Â	G5 ⁽¹⁾	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	
Common Stock	01/25/2010	Â	G5 ⁽¹⁾	D	\$ 0	118,374 ⁽³⁾	D	Â	
Common Stock	01/25/2010	Â	G5 ⁽¹⁾	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family	

Edgar Filing: HMS HOLDINGS CORP - Form 5

Common Stock	02/25/2010	Â	G5 ⁽¹⁾	4,000 ⁽²⁾	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	02/25/2010	Â	G5 ⁽¹⁾	4,000 ⁽²⁾	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â
Common Stock	01/12/2011	Â	G5 ⁽¹⁾	14,000 ⁽²⁾	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	01/12/2011	Â	G5 ⁽¹⁾	14,000 ⁽²⁾	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â
Common Stock	11/15/2012	Â	G5 ⁽¹⁾	33,337	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	11/15/2012	Â	G5 ⁽¹⁾	33,337	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â
Common Stock	02/04/2013	Â	G5 ⁽¹⁾	49,122	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	02/04/2013	Â	G5 ⁽¹⁾	49,122	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â
Common Stock	06/19/2013	Â	G5 ⁽¹⁾	21,324	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	06/19/2013	Â	G5 ⁽¹⁾	21,324	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â
Common Stock	07/28/2014	Â	G ⁽¹⁾	23,750	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	07/28/2014	Â	G ⁽¹⁾	23,750	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â
Common Stock	09/22/2014	Â	G ⁽¹⁾	4,974	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	09/22/2014	Â	G ⁽¹⁾	4,974	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â
Common Stock	10/21/2014	Â	G ⁽¹⁾	4,706	D	\$ 0	118,374 ⁽³⁾	D	Trust	Â
Common Stock	10/21/2014	Â	G ⁽¹⁾	4,706	A	\$ 0	259,869 ⁽⁴⁾	I	By Lucia Family Trust	Â

Edgar Filing: HMS HOLDINGS CORP - Form 5

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 2270
(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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Other
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LUCIA WILLIAM C 5615 HIGH POINT DRIVE IRVING, TX 75038	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	President and CEO

Signatures

/s/ Eugene V. DeFelice, as attorney-in-fact for William C. Lucia

 **Signature of Reporting Person
 02/06/2015
 Date

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) The reported transactions involved a gift of securities by the reporting person to The William C Lucia Family Trust, a revocable trust for which the reporting person is Trustee.
 The reported transactions reflect the actual number of securities acquired or disposed on the date of the transaction and have not been adjusted to reflect the 3-for-1 stock split of the Issuer's common shares, effected in the form of a common stock dividend distributed on August 16, 2011, to shareholders of record at the close of business on July 22, 2011 (the "Stock Split").
- (3) The number of securities reported reflects the total number of shares directly owned on December 31, 2014, including shares received as a result of the Stock Split. It excludes 250,295 shares that were inadvertently previously reported as directly beneficially owned that are indirectly owned by The William C Lucia Family Trust. Taking into account shares owned both directly and indirectly by family trust, the reporting person beneficially owned an aggregate of 378,243 shares on December 31, 2014.
- (4) The number of securities reported reflects the total number of shares indirectly owned by The William C Lucia Family Trust on December 31, 2014, including shares received as a result of the Stock Split. It includes 250,295 shares that were inadvertently previously reported as directly beneficially owned. Taking into account shares owned both directly and indirectly by family trust, the reporting

Edgar Filing: HMS HOLDINGS CORP - Form 5

person beneficially owned an aggregate of 378,243 shares on December 31, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.