### Edgar Filing: HMS HOLDINGS CORP - Form 4

HMS HOLD	DINGS CORP										
Form 4											
March 17, 2	011										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION						OMB APPROVAL					
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB	3235-0287			
Check th	nis box		was	snington,	D.C. 20	549			Number:	January 31,	
if no lon	aer	MENT O	е сна м	CES IN	DENIETI	CIA		JEDSUID OF	Expires: 20		
subject t	0		F CHAN	GES IN BENEFICIAL OWNE SECURITIES				LENSHIF OF	Estimated average burden hours per		
Section Form 4 c				SECURITIES							
Form 5		irsuant to	Section 1	6(a) of the	- Securit	ies F	xchange	e Act of 1934,	response	0.5	
obligatio	ons Section 17						-	1935 or Section	n		
may con See Instr	unue.			vestment	•	· ·					
1(b).	uction	( )			· · ·						
(Print or Type	Responses)										
		_ *									
	Address of Reporting	g Person _		Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
LUCIA WILLIAM C Symbol											
			HMS H	OLDING	S CORP	[HN	ISYJ	(Chec)	k all applicable	2)	
(Last)	(First)	(Middle)		Earliest Tr	ansaction						
			(Month/D	-				X Director X Officer (give		Owner er (specify	
401 PARK	AVENUE SOU	IH	03/16/2	011				below)	below)	er (specify	
								Chief E	Executive Offic	er	
	(Street)		4. If Ame	ndment, Da	te Original			6. Individual or Jo	int/Group Filir	g(Check	
			Filed(Mor	th/Day/Year	)			Applicable Line)			
								_X_ Form filed by C Form filed by M			
NEW YOR	K, NY 10016							Person		porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	te 2A. Dee	med	3.	4. Securit	ies Ao	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year) Execution Date, any							Securities	Form: Direct (D) or		
(Instr. 3)		Code (Instr. 3, 4 and 5) Day/Year) (Instr. 8)				5)	Beneficially Owned	Beneficial Ownership			
		(INIOIIUI)	Day/Teal)	(Instr. 8)				Following	Indirect (I) (Instr. 4)	(Instr. 4)	
						(A)		Reported		. ,	
						or		Transaction(s)			
				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	03/16/2011(1)			М	5,000	А	\$ 6.95	89,040 <u>(2)</u>	D		
Stock					2,200		+ 0.00				
Common Stock	03/16/2011(1)			S	5,000	D	\$ 78.05	84,040 <u>(2)</u>	D		

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

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# 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. Transactio Code (Instr. 8)	Transaction Derivative Expirat Code Securities (Month		5. Date Exercisable and Expiration Date Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Non Qualified Stock Option (Right to Buy)	\$ 6.95	03/16/2011 <u>(1)</u>		М	5,000	04/14/2005 <u>(3)</u>	04/14/2015	Common Stock	5,000	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
LUCIA WILLIAM C 401 PARK AVENUE SOUTH NEW YORK, NY 10016	Х		Chief Executive Officer				
Signatures							

Walter D. Hosp by Power of Attorney for William C.03/17/2011Lucia03/17/2011

\*\*Signature of Reporting Person

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 transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 4, 2011.
- (2) Of which 31,980 are restricted stock awards granted on February 19, 2009 pursuant to the Third 2006 Amended and Restated Stock Plan (the "2006 Stock Plan") and 18,262 are restricted stock units granted on February 17, 2011 pursuant to the 2006 Stock Plan.
- (3) Date shown is grant date. Options vested in one third increments with one third having vested on the grant date and one third having vested on each of the following two anniversary dates.
- (4) Only represents the derivative securities of this class.

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.