

WEX Inc.
Form 3
April 25, 2017

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 *

Â Cooper David G

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

04/15/2017

3. Issuer Name **and** Ticker or Trading Symbol
WEX Inc. [WEX]

4. Relationship of Reporting
Person(s) to Issuer

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

C/O WEX INC.,Â 97 DARLING
AVENUE

(Street)

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
Chief Technology Officer

SOUTH
PORTLAND,Â MEÂ 04106

(City)

(State)

(Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
X Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

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)

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

SEC 1473 (7-02)

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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)

Date
Exercisable

Expiration
Date

Title

Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

(Instr. 5)

Restricted Stock Units	Â (1)	Â (1)	Common Stock	2,698	\$ 0	D	Â
Restricted Stock Unit	Â (2)	Â (2)	Common Stock	714	\$ 0	D	Â
Stock Option (right to buy)	Â (3)	Â (3)	Common Stock	2,107	\$ 104.95	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cooper David G C/O WEX INC. 97 DARLING AVENUE SOUTH PORTLAND, ME 04106	Â	Â	Â Chief Technology Officer	Â

Signatures

/s/ Gregory Wiessner, as attorney-in-fact for David Cooper

04/25/2017

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).

- (1) Restricted stock units will vest with respect to one third of the underlying shares on each of December 15, 2017, December 15, 2018 and December 15, 2019.
- (2) Restricted stock units will vest with respect to one third of the underlying shares on each of March 20, 2018, March 20, 2019 and March 20, 2020.
- (3) This stock option will vest with respect to one third of these shares on each of 3/20/2018, 3/20/2019 and 3/20/2020.

Â

Remarks:

EXHIBIT LIST: EX-24 Power of Attorney D.Cooper

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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