

MAGELLAN HEALTH SERVICES INC
 Form 4
 June 20, 2005

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LERER RENE

2. Issuer Name and Ticker or Trading Symbol
MAGELLAN HEALTH SERVICES INC [MGLN]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
16 MUNSON ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/16/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
President & COO

FARMINGTON, CT 06032
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(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)	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)
Ordinary Common Stock, \$0.01 par value	06/16/2005		X ⁽¹⁾	82,601 A	\$ 11.91 147,650 ⁽⁴⁾	D	
Ordinary Common Stock, \$0.01 par value	06/16/2005		X ⁽¹⁾	38,199 A	\$ 11.91 185,849 ⁽⁵⁾	D	
Ordinary Common	06/16/2005		S ⁽¹⁾	10,000 D	\$ 34.854 175,849	D	

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Stock, \$0.01 par value							
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	10,000	D	\$ 34.87	165,849	D
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	15,000	D	\$ 34.93	150,849	D
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	15,000	D	\$ 34.952	135,849	D
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	25,000	D	\$ 34.943	110,849	D
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	25,000	D	\$ 34.91	85,849	D
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	15,000	D	\$ 34.971	70,849	D
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	7,800	D	\$ 34.95	63,049	D
Ordinary Common Stock, \$0.01 par value	06/16/2005	<u>S⁽¹⁾</u>	15,000	D	\$ 34.99	48,049	D

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**

SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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)
Stock Option (right to buy)	\$ 11.91	06/16/2005		X ⁽¹⁾	82,601	01/05/2005 01/05/2014	Ordinary Common Stock 82,601
Stock Option (right to buy)	\$ 11.91	06/16/2005		X ⁽¹⁾	38,199	01/05/2005 ⁽⁶⁾ 01/05/2014	Ordinary Common Stock 38,199

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LERER RENE 16 MUNSON ROAD FARMINGTON, CT 06032	X		President & COO	

Signatures

/s/ Rene Lerer 06/17/2005

**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) This transaction was effectuated pursuant to a Rule 10b-5-1 plan and, accordingly, not on a discretionary basis by the reporting person.
- (2) Not applicable.
- (3) The remainder of 165,201 options will vest in increments of one third on January 5, 2006, 2007 and 2008.
- (4) Includes 65,049 shares of stock owned prior to current transaction

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- (5) Includes 65,049 shares of stock owned prior to this transaction as well as 82,601 shares acquired as part of transaction reported in Line 1 above.
- (6) Total number of shares exercisable on 1/5/05 were 82,601 of which 38,199 have been exercised. There are currently 44,402 shares available for exercise. The remainder of 165,201 options will vest in increments of one third on January 5, 2006, 2007 and 2008.

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.