### **KULICH ROMAN**

Form 4 March 05, 2007

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

if no longer

Check this box

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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* **KULICH ROMAN** 

2. Issuer Name and Ticker or Trading

Issuer

Symbol

MOLINA HEALTHCARE INC

(Check all applicable)

5. Relationship of Reporting Person(s) to

[MOH]

(Middle)

3. Date of Earliest Transaction

Director

X\_ Officer (give title Other (specify below)

2277 FAIR OAKS BLVD, STE 440

(Street)

(First)

03/01/2007

(Month/Day/Year)

Pres & CEO of Molina of MI 6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original

Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Filed(Month/Day/Year)

Person

SACRAMENTO, CA 95825

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I)

Ownership (Instr. 4) (Instr. 4)

(9-02)

10% Owner

(A) or

A

Transaction(s)

(Instr. 3 and 4) (D) Price

Common Stock

03/01/2007

 $A^{(1)}$ 

Code V Amount

2,500

\$0  $8,466^{(2)}$  D

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

(Month/Day/Year)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	Acqu (A) o Dispo	erivative rities ired rosed of 3, 4,	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 25.33						02/10/2005(3)	02/10/2014	Common Stock	20,000
Stock Options (Right to Buy)	\$ 44.29						07/01/2006(4)	07/01/2015	Common Stock	4,800
Stock Options (Right to Buy)	\$ 28.66						02/02/2007(5)	02/02/2016	Common Stock	8,100
Stock Options (Right to Buy)	\$ 31.32	03/01/2007		A(6)		2,000	03/01/2008(7)	03/01/2017	Common Stock	2,000

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# **Reporting Owners**

Reporting Owner Name / Address	Ketationships						
	Director	10% Owner	Officer	Other			

KULICH ROMAN

2277 FAIR OAKS BLVD, STE 440 Pres & CEO of Molina of MI

SACRAMENTO, CA 95825

## **Signatures**

Roman Kulich, by Jeff D. Barlow, Attorney-in-Fact. 03/05/2007

\*\*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) Grant of restricted shares under the issuer's 2002 Equity Incentive Plan. The shares vest in one-quarter increments on each of 3/1/08, 3/1/09, 3/1/10, and 3/1/11.

Reporting Owners 2

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- (2) 2,500 shares vest in one-quarter increments on each of 3/1/08, 3/1/09, 3/1/10 and 3/1/11. 3,500 of the shares are subject to a restriction on transfer until August 2, 2007. The remainder of the shares are fully vested.
- (3) The options vest in one-third increments on each of 2/10/2005, 2/10/2006, and 2/10/2007.
- (4) The options vest in one-third increments on each of 7/1/2006, 7/1/2007, and 7/1/2008.
- (5) The options vest in one-third increments on each of 2/2/2007, 2/2/2008, and 2/2/2009.
- (6) Grant of options under the issuer's 2002 Equity Incentive Plan.
- (7) The options vest in one-quarter increments on each of 3/1/08, 3/1/09, 3/1/10, and 3/1/11.

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.