**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

**1. Name and Address of Reporting Person**
WEST JEFFREY N
14100 MAGELLAN PLAZA
MAGELLAN HEALTH INC [ MGLN ]

**2. Transaction Date**
03/05/2020

**3. Date of Earliest Transaction (Month/Day/Year)**
03/05/2020

**4. Individual or Joint/Group Filing (Check Applicable Box)**
X Form filed by One Reporting Person

**5. Relationship of Reporting Person(s) to Issuer**
Director
10% Owner
SVP & Controller

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ordinary Common Stock, $0.01 par value</td>
<td>03/05/2020</td>
<td>M(1)</td>
<td>A</td>
<td>$0.00(2)</td>
<td>22,240</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Common Stock, $0.01 par value</td>
<td>03/05/2020</td>
<td>P(3)</td>
<td>D</td>
<td>$60.03(4)</td>
<td>21,996</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Common Stock, $0.01 par value</td>
<td>03/05/2020</td>
<td>M(5)</td>
<td>A</td>
<td>$0.00(3)</td>
<td>23,444</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Ordinary Common Stock, $0.01 par value</td>
<td>03/05/2020</td>
<td>P(3)</td>
<td>D</td>
<td>$60.03(4)</td>
<td>23,015</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------------------------|-----------------------------|---------------------------------------------------|-----------------------------------------------------------------|-------------------------------|---------------------------------------------|
| Restricted Stock | $0.00(2) | 03/05/2020 | M(1) | 839 | 03/05/2020 | Common Stock | 839 | $0.00(2) | 839 | D |
| Restricted Stock Units | $0.00(2) | 03/05/2020 | M(5) | 1,448 | 03/05/2020 | Common Stock | 1,448 | $0.00(2) | 2,894 | D |

**Explanation of Responses:**
1. This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 5, 2018. Each Restricted Stock Unit represents a contingent right to receive one share of Magellan common stock.
2. Not applicable.
3. Represents the portion of shares withheld by the Company in order to pay taxes.
5. This transaction was effectuated by a one-third vesting of the Restricted Stock Unit Award granted on March 5, 2019. Each Restricted Stock Unit represents a contingent right to receive one share of Magellan common stock.

**Remarks:**

As/ Jeffrey N. West
03/09/2020

**Signature of Reporting Person**
**Date**

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).


Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 8 for procedure.

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 Number.