

CORVEL CORP

Form 4

September 05, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
McCloud Scott R

(Last) (First) (Middle)

2010 MAIN STREET SUITE 600

(Street)

IRVINE, CA 92614

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CORVEL CORP [CRVL]

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

09/03/2013

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

Chief Financial Officer

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 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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	09/03/2013		M		854	A	\$ 9.9	12,448	D	
Common Stock	09/03/2013		S		854	D	\$ 34.52	11,594	D	
Common Stock	09/03/2013		M		300	A	\$ 9.9	11,894	D	
Common Stock	09/03/2013		S		300	D	\$ 34.54	11,594	D	
Common Stock	09/03/2013		M		100	A	\$ 9.9	11,694	D	

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Common Stock	09/03/2013	S	100	D	\$ 34.63	11,594	D
Common Stock	09/03/2013	M	200	A	\$ 9.9	11,794	D
Common Stock	09/03/2013	S	200	D	\$ 34.64	11,594	D
Common Stock	09/03/2013	M	200	A	\$ 9.9	11,794	D
Common Stock	09/03/2013	S	200	D	\$ 34.67	11,594	D
Common Stock	09/03/2013	M	100	A	\$ 9.9	11,694	D
Common Stock	09/03/2013	S	100	D	\$ 34.695	11,594	D
Common Stock	09/03/2013	M	5	A	\$ 9.9	11,599	D
Common Stock	09/03/2013	S	5	D	\$ 34.75	11,594	D
Common Stock	09/03/2013	M	100	A	\$ 9.9	11,694	D
Common Stock	09/03/2013	S	100	D	\$ 34.84	11,594	D
Common Stock	09/03/2013	M	100	A	\$ 9.9	11,694	D
Common Stock	09/03/2013	S	100	D	\$ 34.86	11,594	D
Common Stock	09/03/2013	M	91	A	\$ 9.9	11,685	D
Common Stock	09/03/2013	S	91	D	\$ 34.88	11,594	D
Common Stock	09/03/2013	M	146	A	\$ 12.71	11,740	D
Common Stock	09/03/2013	S	146	D	\$ 34.52	11,594	D
Common Stock	09/03/2013	M	100	A	\$ 12.71	11,694	D
Common Stock	09/03/2013	S	100	D	\$ 34.59	11,594	D
Common Stock	09/03/2013	M	129	A	\$ 12.71	11,723	D
	09/03/2013	S	129	D		11,594	D

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Common Stock	\$ 34.6275			
Common Stock <u>(1)</u>	1,342	I		by Spouse <u>(2)</u>

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

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(9-02)

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)	
								Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013		M	854	<u>(3)</u>	02/24/2014	Common Stock 854
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013		M	300	<u>(3)</u>	02/24/2014	Common Stock 300
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013		M	100	<u>(3)</u>	02/24/2014	Common Stock 100
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013		M	200	<u>(3)</u>	02/24/2014	Common Stock 200
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013		M	200	<u>(3)</u>	02/24/2014	Common Stock 200
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013		M	100	<u>(3)</u>	02/24/2014	Common Stock 100
	\$ 9.9	09/03/2013		M	5	<u>(3)</u>	02/24/2014	5

Non-Qualified Stock Option (right to buy)								Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013	M	100	<u>(3)</u>	02/24/2014	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013	M	100	<u>(3)</u>	02/24/2014	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 9.9	09/03/2013	M	91	<u>(3)</u>	02/24/2014	Common Stock	91	
Non-Qualified Stock Option (right to buy)	\$ 12.71	09/03/2013	M	146	<u>(4)</u>	08/06/2014	Common Stock	146	
Non-Qualified Stock Option (right to buy)	\$ 12.71	09/03/2013	M	100	<u>(4)</u>	08/06/2014	Common Stock	100	
Non-Qualified Stock Option (right to buy)	\$ 12.71	09/03/2013	M	129	<u>(4)</u>	08/06/2014	Common Stock	129	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCloud Scott R 2010 MAIN STREET SUITE 600 IRVINE, CA 92614			Chief Financial Officer	

Signatures

By: Sharon O'Connor For: Scott R.
McCloud

09/05/2013

__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) Shares acquired under the Issuer's Employee Stock Purchase Plan in a transaction exempt under SEC Rule 16b-3 (c)
 - (2) Denise McCloud, former employee of CorVel Corporation and the spouse of Mr. McCloud, acquired shares through Company's Employee Stock Purchase Plan. Mr. McCloud is reporting the indirect ownership of the shares held by Denise McCloud.
 - (3) Option will vest based on achievement of certain performance criteria relating to earnings growth.
 - (4) Exercisable as to 25% of shares one year following grant date with the remaining shares exercisable in 36 equal monthly installments thereafter.

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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