

PROVIDENCE SERVICE CORP
Form 4
August 13, 2014

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 *
RUSTAND WARREN

2. Issuer Name and Ticker or Trading Symbol
PROVIDENCE SERVICE CORP
[PRSC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
64 E BROADWAY

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/11/2014

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

TUCSON, AZ 85701

(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)
			Code	V	Amount or Price		
Common Stock	08/11/2014		M		10,000 A \$ 24.08	36,830	D
Common Stock	08/11/2014		M		10,000 A \$ 28.47	46,830	D
Common Stock	08/11/2014		M		10,000 A \$ 24.59	56,830	D
Common Stock	08/11/2014		M		10,000 A \$ 26.14	66,830	D
Common Stock	08/11/2014		S		23,100 D \$ 42.7984	43,730	D
					(1)		

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Common Stock	08/11/2014	S	10,110	D	\$ 43.6759 (2)	33,620	D
Common Stock	08/11/2014	S	6,790	D	\$ 44.6854 (3)	26,830	D

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)	8. Amount or Number of Shares
Stock Option (right to buy)	\$ 24.08	08/11/2014		M	10,000	(4) 05/26/2015	Common Stock	10,000
Stock Option (right to buy)	\$ 28.47	08/11/2014		M	10,000	(4) 12/06/2015	Common Stock	10,000
Stock Option (right to buy)	\$ 24.59	08/11/2014		M	10,000	(4) 01/03/2017	Common Stock	10,000
Stock Option (right to buy)	\$ 26.14	08/11/2014		M	10,000	(4) 06/09/2018	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director 10% Owner Officer Other

RUSTAND WARREN
64 E BROADWAY
TUCSON, AZ 85701

X

CEO

Signatures

/s/ Kevin Moore,
Attorney-in-fact

08/13/2014

__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) Represents the weighted-average market price per share at time of sale. The market price per share at time of sale ranged from \$42.41 - \$43.19, thus, the exact per share market prices were within a one dollar range.
- (2) Represents the weighted-average market price per share at time of sale. The market price per share at time of sale ranged from \$43.42 - \$43.93, thus, the exact per share market prices were within a one dollar range.
- (3) Represents the weighted-average market price per share at time of sale. The market price per share at time of sale ranged from \$44.52 - \$44.79, thus, the exact per share market prices were within a one dollar range.
- (4) Immediately

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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