

MOLINA HEALTHCARE INC
 Form 4
 September 08, 2006

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

OMB APPROVAL

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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 *
MOLINA J MARIO MD

2. Issuer Name and Ticker or Trading Symbol
MOLINA HEALTHCARE INC [MOH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2277 FAIR OAK BOULEVARD, SUITE 440

3. Date of Earliest Transaction (Month/Day/Year)
09/06/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO / Settlor-Molina Siblings Trust

(Street)
SACRAMENTO, CA 95825

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock			G	V 2,000 D	421,142	D	General partner of family partnership. ⁽¹⁾
Common Stock					175,700	I	Sole manager of limited liability company. ⁽²⁾
	09/06/2006						

Common Stock \$ 0
(3)

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

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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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MOLINA J MARIO MD 2277 FAIR OAK BOULEVARD, SUITE 440 SACRAMENTO, CA 95825	X		President & CEO	Settlor-Molina Siblings Trust

Signatures

Joseph M. Molina, M.D., by Jeff D. Barlow, Attorney-in-Fact. 09/08/2006

__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).

The shares are owned by the Molina Family Partnership, L.P., of which Dr. Molina is the sole general partner. Dr. Molina and his spouse each hold a 0.5% ownership interest in the partnership. The remaining 99% of ownership interests in the partnership are held in equal amounts by the Joseph Marion Molina, M.D. Annuity Trust No. 1, the Joseph Marion Molina, M.D. Annuity Trust No. 2, and the Joseph Marion Molina, M.D. Annuity Trust No. 3. Dr. Molina is trustee and certain immediate family members of Dr. Molina are the beneficiaries of these trusts.

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(2) The shares are owned by the Molina Family, LLC, of which Dr. Molina is the sole manager.

(3) Price not applicable to gift.

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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**Consolidated
Statement
of Income Consolidated
Statement of
Financial Position Related parties
As of September 30, 2014**

(Amounts in thousands of Euro)

Revenues

Costs

Assets

Liabilities

Brooks Brothers Group, Inc.

264 583 26 318

Eyebiz Laboratories Pty Limited

3,975 37,890 9,802 11,155

Salmoiraghi & Viganò

12,535 7 54,711 1

Others

1,951 12,596 2,848 12,268

Total

18,725 51,077 67,387 23,742

Total remuneration due to key managers amounted to approximately Euro 28.3 million (Euro 39.9 million at September 30, 2014).

In the first nine months of 2015, transactions with related parties resulted in cash outflows of approximately Euro 33.6 million.

30. EARNINGS PER SHARE

Basic and diluted earnings per share were calculated as the ratio of net income attributable to the stockholders of the Company for the first nine months of 2015 and 2014 amounting to Euro 704.8 million and Euro 555.0 million, respectively, to the number of outstanding shares basic and dilutive of the Company.

Basic earnings per share in the first nine months of 2015 were equal to Euro 1.47 compared to Euro 1.17 in the same period of 2014. Diluted earnings per share as of September 30, 2015 were equal to Euro 1.47 compared to Euro 1.16 in the same period of 2014.

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**Notes to the
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Continued)
AS OF SEPTEMBER 30, 2015**

30. EARNINGS PER SHARE (Continued)

The table reported below provides the reconciliation between the average weighted number of shares utilized to calculate basic and diluted earnings per share:

	September 30, 2015	September 30, 2014
Weighted average shares outstanding basic	479,259,114	475,325,386
Effect of dilutive stock options	1,744,110	3,025,757
Weighted average shares outstanding dilutive	481,003,224	478,351,143
Options not included in calculation of dilutive shares as the average value was greater than the average price during the respective period or performance measures related to the awards have not yet been met	2,263,249	1,737,180

31. ATYPICAL AND/OR UNUSUAL OPERATIONS

There were no atypical and/or unusual transactions, as defined by the Consob communication n. 60644293 dated July 28, 2006, that occurred in the first nine months of 2015 or 2014.

32. NON-RECURRING TRANSACTIONS

During the second quarter of 2015, the Group incurred non-recurring expenses related to the integration of Oakley and other minor projects with a Euro 34.1 million impact on operating income and an approximately Euro 28.9 million impact on net income. These costs primarily relate to severance expenses and asset write-offs. Costs related to the Oakley integration and other minor projects will continue into the fourth quarter of 2015. The Group estimates that expenses expected to be incurred in the last three months of 2015 to complete the Oakley integration and other minor projects will equal approximately Euro 18 million.

In the first nine months of 2014, the Group recorded a non-recurring expenditure amounting to Euro 15 million (Euro 10.9 million net of taxes) related to the termination agreement of the employment relationship and the administration relationship between the former Group CEO Andrea Guerra and Luxottica Group SpA.

33. SHARE-BASED PAYMENTS

On April 29, 2014, the Performance Shares Plan 2013/2017 PSP Plan (hereinafter the "2013 PSP") for senior managers and employees of the Company that are identified by the Board of Directors was adopted. The beneficiaries of the 2013 PSP are granted the right to receive ordinary shares, without consideration, if certain financial targets set by the Board of Directors are achieved over a specified three-year period.

On May 4, 2015, the Board of Directors granted certain key employees 1,581,960 rights to receive ordinary shares ("units") pursuant to the 2013 PSP plan.

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**Notes to the
CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (Continued)
AS OF SEPTEMBER 30, 2015**

33. SHARE-BASED PAYMENTS (Continued)

The fair value of the units granted under the 2013 PSP plan was Euro 57.57 per unit. The fair value was estimated on the grant date using the binomial model and the following weighted average assumptions:

Share Price at grant date	60.02
Expected life	3 years
Dividend Yield	1.39%

34. SEASONAL AND CYCLICAL EFFECTS ON OPERATIONS

We have historically experienced sales volume fluctuations by quarter due to seasonality associated with the sale of sunglasses, which represented 56.6 percent of our net sales in the first nine months of 2015 (in line with the same period of 2014).

35. SUBSEQUENT EVENTS

There were no events subsequent September 30, 2015 and up to the date this report was authorized for issue that are required to be described herein.

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Attachment 1

EXCHANGE RATES USED TO TRANSLATE FINANCIAL STATEMENTS PREPARED IN CURRENCIES OTHER THAN THE EURO

	Average exchange rate as of September 30, 2015	Final exchange rate as of September 30, 2015	Average exchange rate as of September 30, 2014	Final exchange rate as of December 31, 2014
(per €1)				
Argentine Peso	9.8397	10.1653	10.7293	10.2755
Australian Dollar	1.4261	1.4550	1.4989	1.4829
Brazilian Real	3.3101	3.4699	3.1499	3.2207
Canadian Dollar	1.3774	1.3839	1.5029	1.4063
Chilean Peso	693.3432	714.9210	757.7884	737.2970
Chinese Renminbi	6.9408	6.9366	8.4500	7.5358
Colombian Peso	2,772.6446	2,896.4500	2,686.0964	2,892.2600
Croatian Kuna	7.6277	7.5948	7.6247	7.6580
Great Britain Pound	0.7323	0.7114	0.8213	0.7789
Hong Kong Dollar	8.6517	8.6740	10.6292	9.4170
Hungarian Forint	307.5057	314.9300	306.9310	315.5400
Indian Rupee	70.1244	71.1873	83.2892	76.7190
Israeli Shekel	4.3635	4.2211	4.7706	4.7200
Japanese Yen	134.2042	137.0100	140.4028	145.2300
Malaysian Ringgit	4.0621	4.2185	4.4771	4.2473
Mexican Peso	16.8887	17.5332	17.9747	17.8679
Namibian Dollar	13.3048	13.6416	14.6758	14.0353
New Zealand Dollar	1.5063	1.6548	1.6149	1.5525
Norwegian Krona	8.6483	8.7910	8.2766	9.0420
Peruvian Nuevo Sol	3.4583	3.5533	3.8378	3.6327
Polish Zloty	4.1409	4.1911	4.1755	4.2732
Russian Ruble	64.6407	62.3550	47.9924	72.3370
Singapore Dollar	1.5061	1.5068	1.7279	1.6058
South African Rand	13.3048	13.6416	14.6758	14.0353
South Korean Won	1,227.3118	1,251.2700	1,438.2898	1,324.8000
Swedish Krona	9.3401	9.2150	8.9535	9.3930
Swiss Franc	1.0567	1.0413	1.2215	1.2024
Taiwan Dollar	34.8158	34.5487	41.3844	38.4133
Thai Baht	36.7826	37.7960	44.6170	39.9100
Turkish Lira	2.8626	2.9953	2.9678	2.8320
U.S. Dollar	1.1158	1.1189	1.3703	1.2141
United Arab Emirates Dirham	4.0967	4.1075	5.0333	4.4594

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Attachment 2

Certification of the consolidated financial statements pursuant to Article 154-bis of Legislative Decree 58/98.

1.

The undersigned Adil Mehboob-Khan, as Chief Executive Officer for Markets, Massimo Vian, as Chief Executive Officer for Product and Operations and Stefano Grassi, as Chief Financial Officer of Luxottica Group S.p.A, having also taken into account the provisions of Article 154-bis, paragraphs 3 and 4, of Legislative Decree no. 58 of 24 February 1998, hereby certify:

the adequacy in relation to the characteristics of the Company and

the effective implementation of the administrative and accounting procedures for the preparation of the condensed consolidated financial statements during the period ending on September 30, 2015.

2.

The assessment of the adequacy of the administrative and accounting procedures for the preparation of the condensed consolidated financial statements as of September 30, 2015 was based on a process developed by Luxottica Group S.p.A in accordance with the model of Internal Control Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission which is a framework generally accepted internationally.

3.

It is also certified that:

3.1 the condensed consolidated financial statements as of September 30, 2015:

a) have been prepared in accordance with International Accounting Standards recognized in the European Union under EC Regulation no. 1606/2002 of the European Parliament and of the Council of July 19, 2002, in particular with IAS 34, Interim Financial Reporting, and the provisions which implement Art. 9 of Legislative Decree no. 38/2005 issued in implementation of Article 9 of Legislative Decree no. 38/2005;

b) are consistent with the entries in the accounting books and records;

c) are suitable for providing a truthful and accurate representation of the financial and economic situation of the issuer as well as of the companies included within the scope of consolidation.

3.2 The management report on of the condensed consolidated financial statements includes a reliable analysis of operating trends and results for the period as well as the condition of the issuer and of the companies included within the scope of consolidation. The management report also includes a description of the primary risks and uncertainties to which the Group is exposed.

Milan, October 26, 2015

Adil Mehboob-Khan
(Chief Executive Officer Markets)

Massimo Vian
(Chief Executive Officer Product and Operations)

Stefano Grassi
(Manager charged with preparing the Company's financial reports)

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Tel. + 1.212.250.9100 - Fax + 1.212.797.0327

LUXOTTICA SRL AGORDO, BELLUNO - ITALY	OAKLEY ICON LIMITED DUBLIN - IRELAND	LUXOTTICA ARGENTINA SRL BUENOS AIRES - ARGENTINA
OAKLEY SPORT INTERNATIONAL SRL AGORDO, BELLUNO - ITALY	LUXOTTICA TRADING AND FINANCE LIMITED DUBLIN - IRELAND	LUXOTTICA BRASIL PRODUTOS OTICOS E ESPORTIVOS LTDA SÃO PAULO - BRAZIL
LUXOTTICA BELGIUM NV BERCHEM - BELGIUM	LUXOTTICA NORDIC AB STOCKHOLM - SWEDEN	LUXOTTICA AUSTRALIA PTY LTD MACQUARIE PARK - NEW SOUTH WALES (AUSTRALIA)
LUXOTTICA FASHION BRILLEN VERTRIEBS GMBH GRASBRUNN - GERMANY	LUXOTTICA NORTH EUROPE LTD ST. ALBANS - HERTFORDSHIRE (UK)	OPSM GROUP PTY LIMITED MACQUARIE PARK - NEW SOUTH WALES (AUSTRALIA)
LUXOTTICA FRANCE SASU VALBONNE - FRANCE	LUXOTTICA VERTRIEBSGESELLSCHAFT MBH VIENNA - AUSTRIA	LUXOTTICA MIDDLE EAST FZE DUBAI - DUBAI (UNITED ARAB EMIRATES)
LUXOTTICA GOZLUK ENDUSTRI VE TICARET AS CIGLI - IZMIR - TURKEY	LUXOTTICA U.S. HOLDINGS CORP. PORT WASHINGTON - NEW YORK (USA)	MIRARI JAPAN CO LTD TOKYO - JAPAN
LUXOTTICA HELLAS AE PALLINI - GREECE	LUXOTTICA USA LLC PORT WASHINGTON - NEW YORK (USA)	LUXOTTICA SOUTH AFRICA PTY LTD CAPE TOWN - OBSERVATORY (SOUTH AFRICA)
LUXOTTICA IBERICA SAU BARCELONA - SPAIN	LUXOTTICA CANADA INC. NEW BRUNSWICK (CANADA)	RAYBAN SUN OPTICS INDIA PRIVATE LTD GURGAON - HARYANA (INDIA)
LUXOTTICA NEDERLAND BV HEEMSTEDDE - HOLLAND	LUXOTTICA NORTH AMERICA DISTRIBUTION LLC MASON - OHIO (USA)	LUXOTTICA TRISTAR (DONGGUAN) OPTICAL CO LTD DONG GUAN CITY, GUANGDONG - CHINA
LUXOTTICA OPTICS LTD TEL AVIV - ISRAEL	LUXOTTICA RETAIL NORTH AMERICA INC. MASON - OHIO (USA)	LUXOTTICA KOREA LTD SEOUL - KOREA
LUXOTTICA POLAND SP ZOO KRAKÓW - POLAND		

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**LUXOTTICA PORTUGAL-COMERCIO DE
OPTICA SA**

LISBON - PORTUGAL

LUXOTTICA (SWITZERLAND) AG

ZURICH - SWITZERLAND

LUXOTTICA CENTRAL EUROPE KFT

BUDAPEST - HUNGARY

**LUXOTTICA SOUTH EASTERN
EUROPE LTD**

NOVIGRAD - CROATIA

LUXOTTICA RETAIL UK LIMITED

ST. ALBANS - HERTFORDSHIRE (UK)

LUXOTTICA RUS LLC

MOSCOW - RUSSIA

SUNGLASS HUT TRADING, LLC

MASON - OHIO (USA)

EYEMED VISION CARE LLC

MASON - OHIO (USA)

LUXOTTICA RETAIL CANADA INC.

NEW BRUNSWICK (CANADA)

OAKLEY, INC.

FOOTHILL RANCH - CALIFORNIA (USA)

LUXOTTICA MEXICO SA DE CV

MEXICO CITY - MEXICO

OPTICAS GMO CHILE SA

SANTIAGO - CHILE

**LUXOTTICA SOUTH PACIFIC
HOLDINGS PTY LIMITED**

MACQUARIE PARK - NEW SOUTH WALES
(AUSTRALIA)

**LUXOTTICA (CHINA)
INVESTMENT CO. LTD.**

SHANGHAI - CHINA

**LUXOTTICA WHOLESALE
(THAILAND) LTD**

BANGKOK - THAILAND

**LUXOTTICA WHOLESALE MALAYSIA SDN
BHD**

KUALA LUMPUR - MALAYSIA

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

LUXOTTICA GROUP S.p.A.

By: /s/ Stefano Grassi

Date: November 9, 2015

STEFANO GRASSI
Chief Financial Officer
