

Simon Roberto  
Form 4  
March 19, 2018

**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 \*  
Simon Roberto

(Last) (First) (Middle)  
C/O WEX INC., 97 DARLING AVENUE  
(Street)

SOUTH PORTLAND, ME 04106

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
WEX Inc. [WEX]

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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	03/15/2018		M		862 A \$ 0	4,999	D
Common Stock	03/15/2018		F(1)		253 D \$ 158.66	4,746	D
Common Stock	03/15/2018		M		5,392 A \$ 0	10,138	D
Common Stock	03/15/2018		F(1)		1,921 D \$ 158.66	8,217	D
Common Stock	03/15/2018		M		7,457 A \$ 0	15,674	D

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Common Stock	03/15/2018	F <sup>(1)</sup>	3,308	D	\$ 158.66	12,366	D	
Common Stock						39	I	401(k)

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)	Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Restricted Stock Units	\$ 0	03/15/2018		M	862	(2) (2)	Common Stock	862
Restricted Stock Units	\$ 0	03/15/2018		M	5,392	(2) (2)	Common Stock	5,392
Restricted Stock Units	\$ 0	03/15/2018		M	7,457	(2) (2)	Common Stock	7,457
Restricted Stock Unit	\$ 0	03/15/2018		A	1,579	(3) (3)	Common Stock	1,579
Stock Option (right to buy)	\$ 158.23	03/15/2018		A	4,876	(4) 03/15/2028	Common Stock	4,876

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other  
Chief Financial Officer

Simon Roberto  
C/O WEX INC.  
97 DARLING AVENUE  
SOUTH PORTLAND, ME 04106

## Signatures

/s/Gregory Wiessner, as attorney-in-fact for Roberto Rabanal  
Simon

03/19/2018

\_\_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 tax withholding in connection with the vesting of the Restricted Stock Units ("RSUs") on March 15, 2018.
  - (2) Restricted Stock Units vested on March 15, 2018 and each RSU converted into one share of common stock.
  - (3) RSUs vest with respect to one third of these units on each of 3/15/2019, 3/15/2020 and 3/15/2021.
  - (4) This stock option will vest with respect to one third of these shares on each of 3/15/2019, 3/15/2020 and 3/15/2021.

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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