Wright Express CORP Form 4 November 27, 2006

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average burden hours per

0.5

response...

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Dubyak Michael E | 2. Issuer Name and Ticker or Trading Symbol Wright Express CORP [WXS] | 5. Relationship of Reporting Person(s) to Issuer | | |
|--|---|---|--|--|
| (Last) (First) (Middle) C/O WRIGHT EXPRESS CORPORATION, 97 DARLING AVENUE | 3. Date of Earliest Transaction (Month/Day/Year) 11/22/2006 | (Check all applicable) X Director 10% OwnerX Officer (give title Other (specify below) President & CEO | | |
| (Street) | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | |

SOUTH PORTLAND, ME 04016

Form filed by More than One Reporting

| (City) | (State) | (Zip) Tab | le I - Non- | Derivativ | e Secu | rities Acqui | red, Disposed of, | or Beneficial | y 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) | | sed of | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common | | | Code V | Amount | (D) | Price \$ | (Instr. 3 and 4) | | |
| Stock | 11/22/2006 | | S <u>(1)</u> | 5,397 | D | 30.0079 | 23,934 | D | |
| Common Stock | 11/22/2006 | | M(2) | 7,500 | A | \$ 14.37 | 31,434 | D | |
| Common Stock | 11/22/2006 | | S(2) | 7,500 | D | \$ 30.0004 | 23,934 | D | |
| Common Stock | 11/22/2006 | | M(2) | 4,700 | A | \$ 14.37 | 28,634 | D | |
| Common Stock | 11/22/2006 | | S(2) | 4,700 | D | \$ 30 | 23,934 | D | |

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| Common Stock | 11/24/2006 | M(2) | 2,800 | A | \$ 14.37 | 26,734 | D |
|-----------------|------------|------|-------|---|----------|--------|---|
| Common Stock | 11/24/2006 | S(2) | 2,800 | D | \$ 30 | 23,934 | D |

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

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SEC 1474

(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. Transactic Code (Instr. 8) | 5. Number on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | | onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, | | 6. Date Exerci Expiration Dat (Month/Day/Y | te | 7. Title and Underlying (Instr. 3 and | Securities |
|---|---|---|---|--|---|-------|--|--------------------|--|--|--|--|--|--|--|--|--|--|--|----|---------------------------------------|------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | | | | | | | | | |
| Stock Option (right to buy) | \$ 14.37 | 11/22/2006 | | M(2) | | 7,500 | 02/22/2005 | 01/22/2012 | Common Stock | 7,500 | | | | | | | | | | | | |
| Stock Option (right to buy) | \$ 14.37 | 11/22/2006 | | M(2) | | 4,700 | 02/22/2005 | 01/22/2012 | Common Stock | 4,700 | | | | | | | | | | | | |
| Stock Option (right to buy) | \$ 14.37 | 11/24/2006 | | M(2) | | 2,800 | 02/22/2005 | 01/22/2012 | Common Stock | 2,800 | | | | | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|-----------------|-------|--|--|--|
| • 0 | Director | 10% Owner | Officer | Other | | | |
| Dubyak Michael E | X | | President & CEO | | | | |
| C/O WRIGHT EXPRESS CORPORATION | | | | | | | |
| 97 DARLING AVENUE | | | | | | | |

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SOUTH PORTLAND, ME 04016

Signatures

/s/ Hilary A. Rapkin, as attorney-in fact for Michael E. Dubyak

11/27/2006

**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).
- (1) These securities have been sold pursuant to a Rule 10b5-1 trading plan that was adopted on May 17, 2006.
- (2) This option was exercised, and the shares of common stock received upon execution were sold pursuant to a Rule 10b5-1 trading plan that was adopted on May 17, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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