

WEX Inc.  
Form 4  
May 20, 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 \*  
**MORIARTY ROWLAND**  
  
(Last) (First) (Middle)  
  
200 CLARENDON STREET, T-33  
  
(Street)  
  
BOSTON, MA 02116  
  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**WEX Inc. [WEX]**  
  
3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/16/2014**  
  
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)  
  
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)
Common Stock	05/17/2014		M	V Amount (A) or (D) Price 1,584 A \$ 0 (1)	38,337	D	
Common Stock	05/20/2014		M	640 A \$ 0 (2)	38,977	D	
Common Stock					13,500	I	By the Moriarty Family Trust
Common Stock					19,000	I	By Rubex, LLC

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
Restricted Stock Unit	\$ 0	05/16/2014		A	1,487	(3) (3)	Common Stock	1,487
Restricted Stock Units	\$ 0	05/17/2014		M	1,584	(1) (1)	Common Stock	1,584
Restricted Stock Units	\$ 0	05/20/2014		M	640	(2) (2)	Common Stock	640

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MORIARTY ROWLAND 200 CLARENDON STREET, T-33 BOSTON, MA 02116			X	

## Signatures

/s/ Gregory Wiessner as attorney-in-fact for Rowland T. Moriarty

05/20/2014

\_\_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) RSUs vested on 5/17/2014 and each RSU converted into one share of common stock.

(2) RSUs vested on 5/20/2014 and each RSU converted into one share of common stock.

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(3) Restricted Stock Units ("RSUs") will vest in total on 5/16/15.

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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