Wright Express CORP
Form 4
April 01, 2008

FORM 4

OMB APPROVAL

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

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 *
Morin-Reynolds Jamie

(Last) (First) (Middle)

C/O WRIGHT EXPRESS CORPORATION, 97 DARLING AVENUE

(Street)

SOUTH PORTLAND, ME 04106

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
Wright Express CORP [WXS]

3. Date of Earliest Transaction (Month/Day/Year)
03/30/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
SVP, Client Service Operations

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Common Stock	03/31/2008		M		362	A	$ 0	1,193	D	
Common Stock	03/31/2008		F (5)		114	D	$ 31.3	1,079	D	
Common Stock	03/31/2008		M		362	A	$ 0	1,441	D	
Common Stock	03/31/2008		F (5)		114	D	$ 31.3	1,327	D	
Common Stock	03/30/2008		M		742	A	$ 0	2,069	D	
Common Stock	03/30/2008		F (6)		234	D	$ 31.3	1,835	D	

CommonStock	03/30/2008		M	949	A	$ 0	2,784	D
Common Stock	03/30/2008		F (6)	299	D	$ 31.3	2,485	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. 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. P De Sec (In
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	$ 0	03/31/2008		M			362	(1)	(1)	Common Stock	362	
Restricted Stock Units	$ 0	03/31/2008		M			362	(2)	(2)	Common Stock	362	
Restricted Stock Units	$ 0	03/30/2008		M			742	(3)	(3)	Common Stock	742	
Restricted Stock Units	$ 0	03/31/2008		M			949	(4)	(4)	Common Stock	949	
Restricted Stock Units	$ 0	03/30/2008		A		1,916		(7)	(7)	Common Stock	1,916	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			SVP, Client Service Operations	

Morin-Reynolds Jamie
C/O WRIGHT EXPRESS CORPORATION
97 DARLING AVENUE
SOUTH PORTLAND, ME 04106

Signatures

/s/ Hilary A. Rapkin, as attorney-in-fact for Jamie Morin-Reynolds	04/01/2008
**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)** Restricted stock units ("RSUs") vested on 3/31/2008 and each RSU converted into one share of common stock.
- **(2)** RSUs vested on 3/31/2008 and each RSU converted into one share of common stock. The RSUs were originally granted as performance based stock units and converted into RSUs on 3/1/2007.
- **(3)** RSUs vested on 3/30/2008 and each RSU converted into one share of common stock.
- **(4)** RSUs vested on 3/30/2008 and each RSU converted into one share of common stock. The RSUs were originally granted as performance based stock units and converted into RSUs on 2/6/2008.
- **(5)** Represents tax withholding in connection with the vesting of RSUs on 3/31/2008.
- **(6)** Represents tax withholding in connection with the vesting of RSUs on 3/30/2008.
- **(7)** RSUs will become exercisable with respect to 25% of the shares on each of March 30, 2009; March 30, 2010; March 30, 2011 and March 30, 2012.

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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