

Maxsimic David D  
Form 4  
April 01, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
Maxsimic David D

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP, Sales & Marketing

(Last) (First) (Middle)  
C/O WRIGHT EXPRESS CORPORATION, 97 DARLING AVENUE

3. Date of Earliest Transaction (Month/Day/Year)  
03/30/2010

(Street)  
SOUTH PORTLAND, ME 04106

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/30/2010		M	1,485	\$ 0	A	D
Common Stock	03/30/2010		F <sup>(5)</sup>	468	\$ 30.85	D	D
Common Stock	03/30/2010		M	1,898	\$ 0	A	D
Common Stock	03/30/2010		F <sup>(5)</sup>	597	\$ 30.85	D	D
Common Stock	03/31/2010		M	972	\$ 0	A	D

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Common Stock	03/31/2010	F <sup>(6)</sup>	306	D	\$ 31.08	32,061	D
Common Stock	03/31/2010	M	972	A	\$ 0	33,033	D
Common Stock	03/31/2010	F <sup>(6)</sup>	306	D	\$ 31.08	32,727	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. Pr Deriv Secur (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Units	\$ 0	03/30/2010		M	1,485	(1)	(1)	Common Stock	1,485
Restricted Stock Units	\$ 0	03/30/2010		M	1,898	(2)	(2)	Common Stock	1,898
Restricted Stock Units	\$ 0	03/31/2010		M	972	(3)	(3)	Common Stock	972
Restricted Stock Units	\$ 0	03/31/2010		M	972	(4)	(4)	Common Stock	972

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

Maxsimic David D  
C/O WRIGHT EXPRESS CORPORATION  
97 DARLING AVENUE  
SOUTH PORTLAND, ME 04106

EVP, Sales & Marketing

## Signatures

/s/ Gregory Wiessner, as attorney-in-fact for David D.  
Maxsimic

04/01/2010

\_\_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 3/30/2010 and each RSU converted into one share of common stock.
- (2) RSUs vested on 3/30/2010 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.
- (3) RSUs vested on 3/31/2010 and each RSU converted into one share of common stock.
- (4) RSUs vested on 3/31/2010 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.
- (5) Represents tax withholding in connection with the vesting of RSUs on 3/30/2010.
- (6) Represents tax withholding in connection with the vesting of RSUs on 3/31/2010.

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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