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WEX Inc.												
Form 4												
December 02	2, 2014											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB AF	OMB APPROVAL			
	• UNITEI	D STATES					NGE C	COMMISSION	OMB	3235-0287		
Check the	is box		Was	shington,	D.C. 20	549			Number:	January 31,		
if no longer whiat to statement of CHANGES IN BENEFICIAL OWNERS							NEDSHID OF	Expires:	2005			
subject to					SECURITIES					Estimated average		
Section 16. Form 4 or				SECURITIES					burden hours per response 0.5			
Form 5		ursuant to	Section 1	6(a) of the	e Securit	ies F	xchang	e Act of 1934,	response	0.5		
obligation	ns Section 1'						-	1935 or Section	า			
may cont <i>See</i> Instru	inue.			vestment	•	· ·			•			
1(b).	iction				1	2						
(Print or Type F	Responses)											
1 Norma and A	ldarer of Domestic	- D *						5 Deletienshin of	Denestine Den			
Rapkin Hila	ddress of Reportin $\mathbf{r}_{\mathbf{V}} \mathbf{\Delta}$	ig Person_		er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
Каркін Піна	1 y 2 x		Symbol									
							ek all applicable)					
(Last)	(First)	(Middle)		f Earliest Tr	ansaction				100	0		
(Month/I				-				Director 10% Owner X Officer (give title Other (specify				
C/O WEX INC., 97 DARLING 11/17/ AVENUE			11/17/2	72014				below) below)				
TULICL								SVP, Gen. 0	Counsel & Cor	p. Sec.		
(Street)			4. If Ame	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Filed(Mor	nth/Day/Year)			Applicable Line))na Danastina Da	#2.0 . #		
SOUTH DO		04106						_X_Form filed by C Form filed by M				
5001H PO	RTLAND, ME	, 04100						Person				
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned		
1.Title of	2. Transaction Da	ate 2A. Deer	med	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Yea	r) Executio	n Date, if	Transaction(A) or Disposed of (D)								
(Instr. 3)		any	$Code \qquad (Instr. 3, 4 and 5)$				5)		Beneficially	Beneficial		
		(Month/)	Day/Year)	(Instr. 8)				Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
						(1)		Reported				
						(A) or		Transaction(s)				
				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common	11/17/2014			М	1,033	А	\$0	6,949	D			
Stock	11/1/2011				1,000		ψŪ		-			
Common	11/17/2014			$\mathbf{F}(1)$	225	D	\$	6.614	D			
Stock	11/17/2014			F <u>(1)</u>	335	D	113.8	6,614	D			

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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 0	11/17/2014		М	1,033	(2)	(2)	Common Stock	1,033	\$

Reporting Owners

Reporting Owner Name / Address				
	Director 10% Owner		Officer	Other
Rapkin Hilary A C/O WEX INC. 97 DARLING AVENUE SOUTH PORTLAND, ME 04106			SVP, Gen. Counsel & Corp. Sec.	
Signatures				
/s/ Gregory Wiessner, as attorney-in-fact for Hilary A. Rapkin			12/02/2014	
<u>**</u> 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 RSUs on November 17, 2014.
- (2) RSUs vested on November 17, 2014 and each RSU converted into one share of common stock.

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.