

HMS HOLDINGS CORP  
Form 4  
August 15, 2007

**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 \*  
Archbold Thomas G

(Last) (First) (Middle)

401 PARK AVENUE SOUTH

(Street)

NEW YORK, NY 10016

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
HMS HOLDINGS CORP [HMSY]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/14/2007

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)

Former Corporate Officer

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)
Common Stock					8,397	D	
Incentive Stock Option (right to buy)	08/14/2007		M	12,053 A	\$ 6.42 33,067	D	
Incentive Stock Option (right to buy)	08/14/2007		S	12,053 D	\$ 24.11 21,014	D	

Edgar Filing: HMS HOLDINGS CORP - Form 4

Incentive Stock Option (right to buy)	08/14/2007	M	5,000	A	\$ 3.41	20,000	D
Incentive Stock Option (right to buy)	08/14/2007	S	5,000	D	\$ 24.11	15,000	D
Incentive Stock Option (right to buy)	08/14/2007	M	22,947	A	\$ 3.1	57,947	D
Incentive Stock Option (right to buy)	08/14/2007	S	22,947	D	\$ 24.11	35,000	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 2.92					11/04/2005	11/04/2013	Common Stock
Incentive Stock Option (right to buy)	\$ 10.98					06/26/2006	06/26/2016	Common Stock
	\$ 10.98					(2)	06/26/2016	

Non-Qualified Stock Option (right to buy)								Common Stock
Incentive Stock Option (right to buy)	\$ 6.42	08/14/2007	M	12,053	04/15/2006 <sup>(1)</sup>	04/15/2014		Common Stock
Incentive Stock Option (right to buy)	\$ 3.41	08/14/2007	M	5,000	12/19/2004	12/19/2012		Common Stock
Incentive Stock Option (right to buy)	\$ 3.1	08/14/2007	M	22,947	08/19/2005	08/19/2012		Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Archbold Thomas G 401 PARK AVENUE SOUTH NEW YORK, NY 10016			Former Corporate Officer	

## Signatures

Thomas G. Archbold 08/15/2007

\*\*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) Options will vest in 25% increments on the anniversary date of the grant, starting on the first anniversary date.
- (2) Options will vest in 1/3 increments on the anniversary date of the grant, with 1/3 vesting on the grant date.

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.