Che

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 | |
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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

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Name and Address of Reporting Person* Richards C Marc | | | | | 2. Issuer Name and Ticker or Trading Symbol MEDNAX, INC. [MD] | | | | | | | | | k all app Direc | tionship of Reportir all applicable) Director Officer (give title | | 10% O |)wner | |
|---|--|---|---------------------------------|------------------|---|--|--|---|------------------|--|--------------------|-----------------|--|--|--|--|---|-------|--|
| (Last) 1301 CO | (Fir | , | Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2021 | | | | | | | | X | belov | v) `` | inancia | Other (specify below) ancial Officer | | |
| (Street) SUNRIS (City) | | | 3323 Zip) | | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Indi Line) X | Form | or Joint/Group Filing (Check Applicable in filed by One Reporting Person in filed by More than One Reporting ion | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| | | | 2. Transac Date (Month/Da | ay/Year) Exec | | a. Deemed ecution Date, any onth/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5) | | | Securit Benefic Owned | 5. Amount of Securities Beneficially Owned Following Reported | | Direct Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | | | Code | v | Amount | (A) (D) | or Pi | rice | Transa | ction(s) 3 and 4) | | | (5(11-4) | | | |
| Common Stock 03/01 | | | | 03/01/ | 2021 | 2021 | | | A ⁽¹⁾ | | 28,571 | A | \$ | 0.00 | | 52,069 | | D | |
| Common | Common Stock 03/01/2 | | | | | 2021 | | | A ⁽²⁾ | | 28,572 | A | 1 4 | 60.00 | 80,641 | | | D | |
| | 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) | perivative Conversion Date Execution Date, Trans security or Exercise (Month/Day/Year) if any Code | | | Transa Code (| | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | | d 7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4) | | De Se (In | Price of erivative ecurity estr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | y C | 0. Ownership Form: Direct (D) or Indirect I) (Instr. 4) | Beneficial Ownership t (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercis | able | Expiration Date | Title | Amou or Numb of Share | er | | | | | |

Explanation of Responses:

1. Restricted shares granted pursuant to the Issuer's Amended and Restated 2008 Incentive Compensation Plan (the "Plan"), in connection with an annual equity award. The number of shares being reported represents the "target" number of restricted shares and does not include the right of the reporting person to receive up to 14,286 additional shares based on the achievement of certain performance-based criteria for the twelve months ending December 31, 2021. The actual number of shares earned could be less than or greater than the target number, depending on the level of performance achieved, and all of the restricted shares granted are subject to forfeiture if minimum levels of performance are not met. Any restricted shares earned will not vest any earlier than in three installments of twenty-five (25%) on March 1, 2022, twenty-five (25%) on March 1, 2023 and fifty (50%) on March 1, 2024, subject to the terms of the Plan.

2. Restricted shares granted pursuant to the Issuer's Plan, in connection with an annual equity award. Twenty-five percent (25%) of the restricted shares will vest on March 1, 2022, twenty-five percent (25%) of the restricted shares will vest on March 1, 2023 and fifty percent (50%) of the restricted shares will vest on March 1, 2024.

Remarks:

/s/ Dominic J. Andreano, Attorney-in-Fact

03/03/2021

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.