

McCloud Scott R
Form 4
December 22, 2011

FORM 4

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

OMB APPROVAL

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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 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 *
McCloud Scott R

2. Issuer Name and Ticker or Trading Symbol
CORVEL CORP [CRVL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2010 MAIN STREET, SUITE 600

3. Date of Earliest Transaction (Month/Day/Year)
12/20/2011

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

CHIEF FINANCIAL OFFICER

(Street)

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

IRVINE, CA 92614

(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)
			Code	V	Amount or Price		
COMMON STOCK	12/20/2011		M		174 A \$ 47.7	6,100	D
COMMON STOCK	12/20/2011		F ⁽¹⁾		168 D \$ 49.32	5,932	D
COMMON STOCK	12/20/2011		F ⁽¹⁾		2 D \$ 49.32	5,930	D
COMMON STOCK	12/20/2011		M		250 A \$ 27.15	6,180	D
COMMON STOCK	12/20/2011		F ⁽¹⁾		137 D \$ 49.32	6,043	D

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COMMON STOCK	12/20/2011	F ⁽¹⁾	39	D	\$ 49.32	6,004	D
COMMON STOCK	12/20/2011	M	200	A	\$ 26.85	6,204	D
COMMON STOCK	12/20/2011	F ⁽¹⁾	108	D	\$ 49.32	6,096	D
COMMON STOCK	12/20/2011	F ⁽¹⁾	32	D	\$ 49.32	6,064	D
COMMON STOCK	12/20/2011	M	179	A	\$ 25.3	6,243	D
COMMON STOCK	12/20/2011	F ⁽¹⁾	91	D	\$ 49.32	6,152	D
COMMON STOCK	12/20/2011	F ⁽¹⁾	30	D	\$ 49.32	6,122	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.

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(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 Security (Instr. 3 and 4)
NON-QUALIFIED STOCK OPTION(RIGHT TO BUY)	\$ 25.3	12/20/2011		M	179	⁽²⁾ 10/29/2012	COMMON STOCK
NON-QUALIFIED STOCK OPTION(RIGHT TO BUY)	\$ 26.85	12/20/2011		M	200	⁽²⁾ 08/02/2012	COMMON STOCK
	\$ 27.15	12/20/2011		M	250	⁽²⁾ 05/10/2012	

NON-QUALIFIED
STOCK
OPTION(RIGHT
TO BUY)

COMMON
STOCK

NON-QUALIFIED
STOCK
OPTION(RIGHT
TO BUY)

\$ 47.7

12/20/2011

M

174

(2)

02/01/2012

COMMON
STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCloud Scott R 2010 MAIN STREET SUITE 600 IRVINE, CA 92614			CHIEF FINANCIAL OFFICER	

Signatures

SHARON O'CONNOR FOR: SCOTT R.
MCCLOUD

12/22/2011

__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) SHARES DELIVERED IN PAYMENT OF THE OPTION EXERCISE PRICE AND/OR TAX LIABILITY INCIDENT TO THE OPTION EXERCISE.
 - (2) EXERCISABLE AS TO 25% OF SHARES ON YEAR FOLLOWING GRANT DATE WITH THE REMAINING SHARES EXERCISABLE IN 36 EQUAL MONTHLY INSTALLMENTS THEREAFTER.

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.