| SEC Form 4 |
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## FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

| 1. Name and Address of Reporting Person  | 1*       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>MOLINA HEALTHCARE, INC.</u> [ MOH ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |                                    |                       |  |  |  |  |  |
|--|----------|--|--|------------------------------------|-----------------------|--|--|--|--|--|
| <u>VOLF DALE B</u>   |          |  | X  | Director                           | 10% Owner             |  |  |  |  |  |
| (Last) (First)<br>2180 HARVARD STREET  | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/10/2021                               |  | Officer (give title below)         | Other (specify below) |  |  |  |  |  |
| SUITE 400  |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                     | 6. Individual or Joint/Group Filing (Check Applicable Line)                |                                    |                       |  |  |  |  |  |
| (Street)   |          |  | X  | Form filed by One Reporting Person |                       |  |  |  |  |  |
| SACRAMENTO CA  | 95815    |  |  | Form filed by More than<br>Person  | One Reporting         |  |  |  |  |  |
| (City) (State)   | (Zip)    |  |  |                                    |                       |  |  |  |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |          |  |  |                                    |                       |  |  |  |  |  |

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |         | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|---|---------------|---------|---|---|---|
|                                 |  |   | Code                        | v | Amount  | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)  |   | (1150.4)  |
| Common Stock                    | 06/10/2021                                 |   | М                           |   | 2,500   | A             | \$33.02 | 8,877   | D   |   |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 11. Nature 1. Title of 3A. Deemed 7. Title and 9. Number of 3. Transaction 5. Number 8. Price of 10. Derivative Security (Instr. 3) Conversion or Exercise Price of Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Amount of Securities Underlying Derivative Security (Instr. 5) Ownership Form: Direct (D) Date Expiration Date (Month/Day/Year) derivative Securities of Indirect Beneficial (Month/Day/Year) Derivative Securities Beneficially Ownership Owned Following Reported Transaction(s) Acquired (A) or Disposed Derivative Security Derivative Security (Instr. 3 and 4) or Indirect (I) (Instr. 4) (Instr. 4) of (D) (Instr. 3, 4 and 5) (Instr. 4) Amount or Number Date Exercisable Expiration Date Code v (A) (D) Title Shares Stock Option Commor 06/10/2021 (1) 12,500 \$33.02 Μ 2,500 03/11/2023 2,500 \$33.02 D (Right to Stock Buy)

Explanation of Responses:

1. The options are fully vested.

Remarks:

Jeff D. Barlow, by power of

attorney for Dale B. Wolf.

\*\* Signature of Reporting Person Date

06/11/2021

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.

LIMITED POWER OF ATTORNEY FOR SECTION 16(a) FILINGS

Know all by these presents, that the undersigned hereby constitutes and appoints Jeff D. Barlow and Codruta Boggs, and each acting singly, the undersigned's true and lawful attorney-in-fact to:

1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director and/or stockholder of Molina Healthcare, Inc. (the "Company"), Forms 3, 4, and 5 and amendments thereto in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder; and

2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5 or amendment thereto and timely file such form with the United States Securities and Exchange Commission (the "SEC") and any stock exchange or similar authority.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transaction in securities of the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact. This Power of Attorney may be filed with the SEC as a confirming statement of the authority granted herein.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of March, 2013.

/S/ Dale B. Wolf Signature

Dale B. Wolf Printed Name

Exhibit 24