FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL								
OMB Number:	3235-028							
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	Check this box if no longer subject to
)	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(b).

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

				$\overline{}$													
1. Name and Address of Reporting Person*  ROMNEY RONNA					2. Issuer Name and Ticker or Trading Symbol MOLINA HEALTHCARE, INC. [ MOH ]								5. Rela (Check <mark>X</mark>	tionship of Reporting all applicable) Director Officer (give title below)			
(Last) (First) (Middle) 2180 HARVARD STREET					3. Date of Earliest Transaction (Month/Day/Year) 02/19/2020												(specify
SUITE 400 (Street) SACRAMENTO CA 95815				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)									Forn Forn	n filed by One n filed by Mor	Reporting Person	
(St	ate)	(Zip)													-		
	Tak	le I - I	Non-Deriv	ative	Seci	uritie	s Ac	quire	ed, D	sposed o	f, or E	Benefic	ially	Owne	ed		
Date				Execution Date,		ite,	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			5)	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price		Trans	action(s)		(Instr. 4)
Common Stock			02/19/2020					S		1,000	D	\$151.1	45(1)	21,761		I	Held by trust <sup>(2)</sup>
Common Stock			02/21/2020					S <sup>(3)</sup>		375	D	\$149.	69(4)	21,386		I	Held by trust <sup>(2)</sup>
	Т	able I												vned			
2. Conversion or Exercise Price of Derivative Security	rsion Date rcise (Month/Day/Year) if tive		recution Date, any Cc lonth/Day/Year) 8)		saction of Deriva Secur Acqui (A) or Dispo of (D) (Instr. and 5)		Expir. (Mont urities uired or loosed lo) (m. 3, 4 5)		piration Date onth/Day/Year)		Amour Securit Underl Derivat Securit and 4)	it of ties ying tive	Deriv Secu (Inst	ivative curity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Final ARVARD ST 1000)  MENTO CA  (St  Stock  Stock  2.  Conversion or Exercise Price of Derivative	(First) ARVARD STREET 1000  MENTO CA  (State)  Tab Security (Instr. 3)  Stock  T  2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle LRVARD STREET 1000  MENTO CA 95815  (State) (Zip)  Table I - I  Security (Instr. 3)  Stock  Table I  2. Conversion or Exercise Price of Derivative (Month/Day/Year) Executif any (Month	(First) (Middle)  ARVARD STREET  1000  MENTO CA 95815  (State) (Zip)  Table I - Non-Derive (Month/Day/Pear)  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Table II - Derivate (e.g., properties of Derivative (Month/Day/Year)	(First) (Middle)  ARVARD STREET  (State) (Zip)  Table I - Non-Derivative  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  02/19/2020  Table II - Derivative S (e.g., puts, or Conversion or Exercise Price of Derivative (Month/Day/Year)  2. Table III - Derivative S (e.g., puts, or Conversion or Exercise Price of Derivative (Month/Day/Year)  3. Execution Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Farsion or Exercise Price of Derivative (Month/Day/Year)  3. Execution Date (Month/Day/Year)	(First) (Middle)  RRVARD STREET  (Middle)  3. Date of 02/19/20  4. If Amendation Date (Month/Day/Year)  Stock  Table I - Non-Derivative Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  Stock  02/19/2020  Table II - Derivative Security (e.g., puts, calls, Month/Day/Year)  2. Table II - Derivative Security (e.g., puts, calls, Month/Day/Year)  3. Date of 02/19/2020  4. If Amendation Date (Month/Day/Year)  Stock  02/19/2020  4. Transaction Code (Instr. 8)	(First) (Middle)  REVARD STREET  (Middle)  3. Date of Earlies 02/19/2020  4. If Amendment,  Table I - Non-Derivative Securities Security (Instr. 3)  2. 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Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(First) (Middle)  (RVARD STREET  (State) (Zip)  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opti of (D) (Instr. 3, 4 and 5)  Table II - Detate (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Month/Day/Year)  3. Date of Earliest Transaction 02/19/2020  4. If Amendment, Date of Orig  2A. Deemed Execution Date, if any (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, opti of (D) (Instr. 3, 4 and 5)  Date	(First) (Middle)  (RVARD STREET  (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Distension or Exercise Price of Derivative Security  Table II - Derivative Securities Acquired, Distension or Exercise (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Distension or Exercise (Month/Day/Year)  (Month/Day/Year)  3. Transaction Code (Instr. 8)  Table II - Derivative Securities Acquired, Distension or Exercise (Month/Day/Year)  (Month/Day/Year)	(First) (Middle) (RVARD STREET (00)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year) (Month/Day/Year) (State)  Table I - Non-Derivative Securities Acquired, Disposed of (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Stock  02/19/2020  Stock  02/21/2020  Stock  02/21/2020  Stock  3. 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Transaction Date (Faccution Date, if any (Month/Day/Year)  (A) or (D)  (B) Or (D)  (Code (Instr. 3)  (B) Or (D)  (Code (Instr. 4)  (Code (Instr. 6)  (Code (In	(First) (Middle) (RVARD STREET  (Middle) (RVARD STREET  (Middle) (RVARD STREET  (Middle)  (State)  (St	(First) (Middle)  (RVARD STREET  (Menth/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Menth/Day/Year)  (Menth/Day/Year)  (Menth/Day/Year)  2. Transaction (Menth/Day/Year)  2. Transaction (Menth/Day/Year)  (Menth/Day/Year)  2. Transaction (Menth/Day/Year)  3. Transaction (Menth/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities)  2. Transaction Date (month/Day/Year)  3. Transaction Date (month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (month/Day/Year)  3. Transaction Date (month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities)  3. Date of Earliest Transaction (Month/Day/Year)  4. Securities Acquired, Disposed of (D) (month/Day/Year)  5. Stock  5. Solve (month/Day/Year)  5. Solve (month/Day/Year)  5. Solve (month/Day/Year)  5. Solve (month/Day/Year)  6. Individual Day (month/Day/Year)  6. Individual Day (month/Day/Year)  6. Individual Day (month/Day/Year)  6. Individual Day (m	(First) (Middle) (First) (Middle) (RVARD STREET  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (O) (Instr. 3, 4 and 5)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of (O) (Instr. 3, 4 and 5)  (Month/Day/Year) (Month/Day/Year)  (Stock 02/19/2020 S 1,000 D \$151.145(1) 2  Stock 02/21/2020 S 1,000 D \$151.145(1) 2  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 6)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 6)  Stock 02/19/2020 S 1,000 D \$151.145(1) 2  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 6)  Stock 02/21/2020 S 1,000 D \$151.145(1) 2  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 6)  Stock 02/21/2020 S 1,000 D \$151.145(1) 2  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Instr. 6)  Conversion or Exercise (Month/Day/Year)  Stock 02/21/2020 S 1,000 D \$151.145(1) 2  Table II - Derivative Securities Acquired (A) or Securities (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Securities (Instr. 6)  Conversion Order (Instr. 6)  Conversion Order (Instr. 6)  Conversion Order (Instr. 6)  Conversion Order (Instr. 6)  Code (Instr.	(First) (Middle) (RVARD STREET  (MENTO CA 95815  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  Execurity (Instr. 3)  2. Transaction (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  Stock  02/19/2020  2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction (Month/Day/Year) (Month/Day/	Conversion   Con

## Explanation of Responses:

- 1. Represents the actual selling price per share of all 1,000 shares.
- 2. All shares held by Ronna Romney Revocable Trust.
- 3. The sale was made pursuant to Reporting Person's Rule 10b5-1 Trading Plan that was established on February 27, 2019.
- 4. Represents the actual selling price per share of all  $375 \ \text{shares}$ .

## Remarks:

Jeff D. Barlow, by power of attorney for Ronna Romney.

02/21/2020

\*\* 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.

Know all by these presents, that the undersigned hereby constitutes and appoints Jeff D. Barlow and Codruta Catanescu, 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.

The undersigned hereby revokes the Limited Power of Attorney granted to Jeff D. Barlow and Mark L. Andrews on April 28, 2005.

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 16th day of February, 2011.

/s/ Ronna E. Romney Signature

Ronna E. Romney Printed Name

Exhibit 24