

AETNA INC /PA/
Form 4
March 23, 2017

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 *
GUERTIN SHAWN M

(Last) (First) (Middle)

AETNA INC., 151 FARMINGTON AVENUE

(Street)

HARTFORD, CT 06156

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AETNA INC /PA/ [AET]

3. Date of Earliest Transaction (Month/Day/Year)
03/21/2017

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)

Exec. Vice President, CFO

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/21/2017		S		11,671 D \$ 130.6241 (1)	44,880	D
Common Stock	03/21/2017		M		42,250 A \$ 72.26	87,130	D
Common Stock	03/21/2017		F		32,753 D (2) \$ 129.09	54,377	D
Common Stock	03/22/2017		S		9,497 D \$ 128.6068	44,880	D
Common Stock	03/22/2017		M		51,431 A \$ 100.5	96,311	D

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Common Stock	03/22/2017	M	27,688	A	\$ 103.45	123,999	D	
Common Stock	03/22/2017	F	<u>70,685</u> ⁽²⁾	D	\$ 128.33	53,314	D	
Common Stock	03/23/2017	S	8,434	D	\$ <u>128.4099</u> ⁽³⁾	44,880	D	
Common Stock						622,5009 ⁽⁴⁾	I	By 401(k) Plan

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

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Rights	\$ 72.26	03/21/2017		M	42,250	03/03/2015	03/02/2024	Common Stock	42,250
Stock Appreciation Rights	\$ 100.5	03/22/2017		M	51,431	03/02/2016	03/01/2025	Common Stock	51,431
Stock Appreciation Rights	\$ 103.45	03/22/2017		M	27,688	02/19/2017	02/18/2026	Common Stock	27,688

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

GUERTIN SHAWN M
AETNA INC.
151 FARMINGTON AVENUE
HARTFORD, CT 06156

Exec. Vice
President,
CFO

Signatures

Shawn M. Guertin, by Judith H. Jones,
Attorney-in-fact

03/23/2017

__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) Average weighted share price. Shares sold in multiple transactions at prices ranging from \$130.610 to \$130.734, inclusive.
- (2) Stock Appreciation Right is net settled; amount represents withholding of shares by the Company to pay exercise price and taxes.
- (3) Average weighted share price. Shares sold in multiple transactions at prices ranging from \$128.25 to \$128.62, inclusive.
- (4) Represents the pro rata portion of the stock portion of Aetna Common Stock Fund held by reporting person on March 17, 2017 pursuant to Aetna Inc. 401(k) Plan. The information is based on information provided by the Plan Trustee as of that 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.