LOVEMAN GARY W
Form 4
December 29, 2017

# FORM 4

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

**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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
LOVEMAN GARY W

(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)
12/27/2017

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)
EVP, Consumer Health & Serv

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 Beneficial Ownership (Instr. 4) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 12/27/2017 | | M | | 13,359 (1) | A | (2) | 23,034 | D | |
| Common Stock | 12/27/2017 | | F | | 6,300 (3) | D | $ 180.85 | 16,734 | D | |
| Common Stock | 12/27/2017 | | M | | 27,830 (4) | A | (5) | 44,564 | D | |
| Common Stock | 12/27/2017 | | F | | 13,122 (6) | D | $ 180.85 | 31,442 | D | |
| Common Stock | | | | | | | | 116.6135 | I | By 401(k) Plan (9) |

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

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**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 Securities (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Performance Stock Units | (2) | 12/27/2017 | | M | | 11,132 | | (7) | (7) | Common Stock | 11,132 |
| Restricted Stock Units | (5) | 12/27/2017 | | M | | 27,830 | | (8) | (8) | Common Stock | 27,830 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| LOVEMAN GARY W<br>AETNA INC.<br>151 FARMINGTON AVENUE<br>HARTFORD, CT 06156 | | | EVP, Consumer Health & Serv | |

# Signatures

| /s/ Gary W. Loveman, by Judith H. Jones, Attorney-in-Fact | 12/29/2017 |
|---|---|
| **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)** Represents vesting of previously reported Performance Stock Units (PSUs) granted under the 2010 Stock Incentive Plan (the "Plan").

**(2)** Each Performance Stock Unit represents a right to receive up to two shares of Aetna Inc. Common Stock net of taxes.

**(3)** Represents tax withholding on vesting of previously reported PSUs.

**(4)** Represents vesting of previously reported Restricted Stock Units (RSUs) granted under the Plan.

**(5)** Each Restricted Stock Unit represents a right to receive one share of Aetna Inc. Common Stock net of taxes.

**(6)** Represents tax withholding on vesting of previously reported RSUs.

**(7)** PSUs granted under the Plan.

**(8)** RSUs granted under the Plan.

**(9)** Represents the pro rata portion of the stock portion of Aetna Common Stock Fund held by reporting person on November 30, 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.
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