

Bertolini Mark T
 Form 4
 February 07, 2018

FORM 4

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

OMB APPROVAL

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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 *
 Bertolini Mark T

(Last) (First) (Middle)
 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)
 02/05/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	02/05/2018		M		197,897	A	\$ 50.7
Common Stock	02/05/2018		F		119,305	D	387,682
Common Stock							\$ 180.95
Common Stock							268,377
Common Stock							119,447
Common Stock							295,436
Common Stock							158,635
							By CLAT (2)
							By 2016 GRAT (3)
							By 2017 GRAT (4)

Common
Stock

107,576

I

By 2017
GRAT II
(5)

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 of Underlying Security
				Code V (A) (D)		Date Exercisable Expiration Date	Title	Nu Sha
Stock Appreciation Right	\$ 50.7	02/05/2018		M	197,897	02/08/2009 02/07/2018	Common Stock	19

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Bertolini Mark T
151 FARMINGTON AVENUE
HARTFORD, CT 06156

Chairman and CEO

Signatures

Mark T. Bertolini, by Judith H. Jones,
Attorney-in-Fact

02/07/2018

__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) Stock Appreciation Right is net settled; amount represents withholding of shares by the Company to pay exercise price and taxes.
- (2) Represents shares held by Charitable Lead Annuity Trust ("CLAT") where Reporting Person is investment advisor.
- (3) Represents shares held by 2016 Grantor Retained Annuity Trust ("GRAT") where Reporting Person is sole trustee.
- (4) Represents shares held by 2017 GRAT where Reporting Person is sole trustee.

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(5) Represents shares held by 2017 GRAT II where Reporting Person is sole trustee.

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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