

Anthem, Inc.
Form 3
December 16, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Penczek Ronald W | | (Month/Day/Year) | Anthem, Inc. [ANTM] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 12/08/2015 | | |
| 120 MONUMENT CIRCLE | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| INDIANAPOLIS,Â INÂ 46204 | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| (City) | (State) | (Zip) | (give title below) (specify below) | |
| | | | SVP, Chief Accounting Officer | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 1,989 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|-------|------------|-----------------|--------|-----------|-------------------|---|
| Employee Stock Option (Right to Buy) | Â (2) | 03/01/2020 | Common Stock | 267 | \$ 61.88 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 03/03/2021 | Common Stock | 856 | \$ 89.44 | D | Â |
| Employee Stock Option (Right to Buy) | Â (4) | 03/02/2025 | Common Stock | 1,301 | \$ 146.93 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Penczek Ronald W 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204 | Â | Â | Â SVP, Chief Accounting Officer | Â |

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact

12/16/2015

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Restricted shares which vest on various dates between March 1, 2016 and March 2, 2018.
- (2) The option, representing a right to purchase a total of 1,602 shares, became exercisable in six equal semi-annual installments of 267 shares each beginning on September 1, 2013, which was the six-month anniversary of the date on which the option was granted.
The option, representing a right to purchase a total of 1,711 shares, became exercisable in five equal semi-annual installments of 285 shares each and one installment of 286 shares beginning on September 3, 2014, which was the six-month anniversary of the date on which the option was granted.
- (3) The option, representing a right to purchase a total of 1,301 shares, became exercisable in one installment of 216 shares and five equal semi-annual installments of 217 shares each beginning on September 2, 2015, which was the six-month anniversary of the date on which the option was granted.

Â

Remarks:

ExhibitÂ List:Â ExhibitÂ 24-PowerÂ ofÂ Attorney

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.