

AETNA INC /PA/  
Form 4  
September 02, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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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 \*  
HANCOCK ELLEN M

(Last) (First) (Middle)  
P.O. BOX 169  
(Street)  
RIDGEFIELD, CT 06877  
(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/31/2009

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)

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	08/31/2009		M		2,565 A \$ 10.53	0	D
COMMON STOCK	08/31/2009		M		1,990 A \$ 8.945	0	D
COMMON STOCK	08/31/2009		F <sup>(1)</sup>		1,573 D \$ 28.5	0	D
COMMON STOCK	09/01/2009		G <sup>(2)</sup>	V	2,473 D \$ 0	0	D
COMMON STOCK	09/02/2009		G <sup>(2)</sup>	V	474 D \$ 0	8,035	D
						400	I

COMMON STOCK

Held by Spouse and Stepdaughter

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

**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 control number.**

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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)	8. Amount or Number of Shares
Director Stock Option <u>(5)</u>	\$ 8.945	08/31/2009		M	1,990	<u>(3)</u> 01/25/2012	Common Stock	1,990
Director Stock Option <u>(5)</u>	\$ 10.53	08/31/2009		M	2,565	<u>(4)</u> 02/28/2013	Common Stock	2,565

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANCOCK ELLEN M P.O. BOX 169 RIDGEFIELD, CT 06877	X			

## Signatures

ELLEN M. HANCOCK, by Melinda Westbrook, Attorney in Fact 09/02/2009

                        \*\*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) Payment of exercise price by delivering previously owned shares in connection with the exercise of stock options; transaction exempt under Rule 16b-3.
- (2) Gifts to charitable organizations.
- (3) Previously reported options granted under the Non-Employee Director Compensation Plan, exercisable in three annual installments beginning January 25, 2003.
- (4) Previously reported options granted under the Non-Employee Director Compensation Plan, exercisable in three annual installments beginning February 28, 2004.
- (5) These options have been adjusted to reflect the Company's stock splits on March 11, 2005 and February 17, 2006.

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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