

ZIELINSKI THOMAS C  
Form 4  
March 05, 2018

**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 \*  
ZIELINSKI THOMAS C

2. Issuer Name and Ticker or Trading Symbol  
Anthem, Inc. [ANTM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
120 MONUMENT CIRCLE  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/01/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP & General Counsel

INDIANAPOLIS, IN 46204

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 or Price   |  |   |
| Common Stock                    | 03/01/2018                           |  | F                              |   | 800 <sup>(1)</sup>  | D  |   |
|                                 |                                      |  |                                |   | \$ 232.04   |  |   |
| Common Stock                    | 03/01/2018                           |  | A                              |   | 2,694 <sup>(2)</sup>  | A  |   |
|                                 |                                      |  |                                |   | \$ 0  |  |   |
| Common Stock                    | 03/02/2018                           |  | F                              |   | 5,482 <sup>(1)</sup>  | D  |   |
|                                 |                                      |  |                                |   | \$ 233.08   |  |   |
| Common Stock                    | 03/02/2018                           |  | A                              |   | 12,228 <sup>(3)</sup>   | A  |   |
|                                 |                                      |  |                                |   | \$ 0  |  |   |

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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(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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right to Buy)       | \$ 232.04  | 03/01/2018                           |  | A                              | 11,354  | <u>(4)</u> 03/01/2028                                    | Common Stock  | 11,354                     |

## Reporting Owners

| Reporting Owner Name / Address                                      | Relationships                                       |
|---|---|
| ZIELINSKI THOMAS C<br>120 MONUMENT CIRCLE<br>INDIANAPOLIS, IN 46204 | Director 10% Owner Officer<br>EVP & General Counsel |

## Signatures

/s/ Kathleen S. Kiefer, Attorney  
in fact  
03/05/2018

\*\*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) PAYMENT OF TAX LIABILITY BY WITHHOLDING STOCK INCIDENT TO THE VESTING OF PREVIOUSLY GRANTED RESTRICTED STOCK.
- (2) Represents restricted share units. Restrictions lapse as follows: 898 shares each on 3/1/2019, 3/1/2020 and 3/1/2021.
- (3) Represents performance based restricted share units. Restrictions lapsed on 3/2/18.
- (4) The option represents a right to purchase a total of 11,354 shares, and is exercisable in six semi-annual installments, with four installments of 1,892 shares each and two installments of 1,893 shares each, beginning on September 1, 2018, which is the six-month anniversary of the option grant date.

## Edgar Filing: ZIELINSKI THOMAS C - Form 4

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