

McCarthy Margaret M
 Form 3
 March 08, 2010

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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)

| | | | | | |
|---|---|--|---|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>McCarthy Margaret M</p> <p>(Last) (First) (Middle)</p> <p>151 FARMINGTON AVENUE</p> <p>(Street)</p> <p>HARTFORD, CT 06156</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/26/2010</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AETNA INC /PA/ [AET]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>CIO/SVP/Innov, Tech & Serv Ops</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|---|--|

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 | 10,476 | D | ^ |
| Common Stock | 946 ⁽¹⁾ | I | By 401(k) |

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

SEC 1473 (7-02)

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.

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 | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

Edgar Filing: McCarthy Margaret M - Form 3

| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------|---------------------------|------------------|--------------|----------------------------|-------------------|---------------------------------------|---|
| Employee Stock Options | 02/11/2006 ⁽²⁾ | 02/11/2015 | Common Stock | 6,204 | \$ 33.375 | D | Â |
| Employee Stock Options | 06/23/2006 ⁽²⁾ | 06/23/2015 | Common Stock | 12,460 | \$ 41.54 | D | Â |
| Stock Appreciation Right | 02/10/2007 ⁽³⁾ | 02/10/2016 | Common Stock | 23,310 | \$ 50.205 | D | Â |
| Stock Appreciation Right | 02/09/2008 ⁽³⁾ | 02/09/2017 | Common Stock | 49,380 | \$ 42.57 | D | Â |
| Restricted Stock Unit | 11/12/2008 ⁽⁴⁾ | 12/12/2010 | Common Stock | 556 | \$ ⁽⁵⁾ | D | Â |
| Stock Appreciation Right | 11/12/2008 ⁽³⁾ | 11/12/2017 | Common Stock | 11,687 | \$ 53.96 | D | Â |
| Stock Appreciation Right | 02/08/2009 ⁽³⁾ | 02/08/2018 | Common Stock | 73,636 | \$ 50.7 | D | Â |
| Restricted Stock Unit | 04/25/2009 ⁽⁴⁾ | 05/25/2011 | Common Stock | 14,211 | \$ ⁽⁵⁾ | D | Â |
| Stock Appreciation Right | 02/13/2010 ⁽³⁾ | 02/13/2019 | Common Stock | 130,801 | \$ 32.11 | D | Â |
| Market Stock Unit | Â ⁽⁶⁾ | Â ⁽⁶⁾ | Common Stock | 53,767 | \$ ⁽⁷⁾ | D | Â |
| Stock Units | Â ⁽⁸⁾ | Â ⁽⁸⁾ | Common Stock | 6,967 | \$ ⁽⁸⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| McCarthy Margaret M 151 FARMINGTON AVENUE HARTFORD,Â CTÂ 06156 | Â | Â | Â CIO/SVP/Innov, Tech & Serv Ops | Â |

Signatures

Margaret M. McCarthy by Judith H. Jones,
Attorney-in-Fact

03/08/2010

__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).

Edgar Filing: McCarthy Margaret M - Form 3

- (1) Represents the pro rata portion of the stock portion of Aetna Common Stock Fund held by reporting person on February 26, 2010. The information is based on information provided by the Plan Trustee as of that date.
- (2) Stock Option granted under the Aetna Inc. 2000 Stock Incentive Plan.
- (3) Stock Appreciation Right granted under the Aetna Inc. 2000 Stock Incentive Plan.
- (4) Restricted Stock Units granted under the Aetna Inc. 2000 Stock Incentive Plan.
- (5) Each Restricted Stock Unit represents a right to receive one share of Aetna Inc. Common Stock net of taxes.
- (6) Market Stock Units granted under the Aetna Inc. 2000 Stock Incentive Plan, units will vest on 3/8/12.
- (7) Each Market Stock Unit represents a right to receive up to 1.5 shares of Aetna Inc. Common Stock net of taxes, depending on the weighted average closing stock price for the thirty day trading days prior to the vest date.
- (8) Reflects deferred stock unit account. Each unit represents a right to receive one share of Common Stock net of taxes 6 months following termination of employment.

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.