

WILLIAMS RONALD A
Form 4
February 11, 2009

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 *
WILLIAMS RONALD A

(Last) (First) (Middle)

AETNA INC., 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)
02/09/2009

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)

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	02/09/2009		M	33,592 A <u>(1)</u>	0	D	
Common Stock	02/09/2009		F	11,001 <u>(2)</u> D \$ 34.21	0	D	
Common Stock	02/10/2009		M	85,650 A <u>(1)</u>	0	D	
Common Stock	02/10/2009		F	35,502 <u>(2)</u> D \$ 32.19	241,149 <u>(3)</u>	D	
Common Stock					10,000 <u>(4)</u>	I	By 2002 GRAT

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- Includes 120,000 shares held in the Williams Family Trust of which Mr. Williams and his spouse are sole trustees and beneficiaries, and
- (3) 454 shares acquired under the Aetna Inc. Employee Stock Purchase Plan. In addition, on 12/30/08 65,000 shares from sole account were voluntarily transferred to a 2008 Grantor Retained Annuity Trust.
 - (4) Shares held in Grantor Retained Annuity Trust of which Mr. Williams is the sole trustee.
 - (5) Restricted Stock Units granted under the Aetna Inc. 2000 Stock Incentive Plan.

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