

GRIFFIN BRIAN T
Form 4
May 07, 2018

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 *
GRIFFIN BRIAN T

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

INDIANAPOLIS, IN 46204

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/03/2018

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)
EVP & CEO, IngenioRx

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/03/2018 | | M | | 9,756 A \$ 61.88 | 25,619 | D |
| Common Stock | 05/03/2018 | | M | | 7,489 A \$ 146.93 | 33,108 | D |
| Common Stock | 05/03/2018 | | M | | 14,830 A \$ 89.44 | 47,938 | D |
| Common Stock | 05/03/2018 | | M | | 4,478 A \$ 152.78 | 52,416 | D |
| Common Stock | 05/03/2018 | | M | | 16,232 A \$ 131.8 | 68,648 | D |

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| | | | | | | | | |
|--------------|------------|---|--------|---|------------------|--------|---|--------------------|
| Common Stock | 05/03/2018 | M | 6,636 | A | \$ 166.97 | 75,284 | D | |
| Common Stock | 05/03/2018 | S | 54,497 | D | \$ 224.32 (1) | 20,787 | D | |
| Common Stock | 05/03/2018 | S | 4,924 | D | \$ 225.35 (2) | 15,863 | D | |
| Common Stock | | | | | | 2,245 | I | 2016 GRAT Trust |
| Common Stock | | | | | | 17,767 | I | 2017 GRAT I Trust |
| Common Stock | | | | | | 17,767 | I | 2017 GRAT II Trust |

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

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SEC 1474
(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 61.88 | 05/03/2018 | | M | 9,756 | (3) | 03/01/2020 | Common Stock | 9,756 |
| Employee Stock Option (Right to | \$ 146.93 | 05/03/2018 | | M | 7,489 | (4) | 03/02/2025 | Common Stock | 7,489 |

Buy)

Employee
Stock

| | | | | | | | | |
|-----------------------------|----------|------------|---|--------|------------|------------|-----------------|--------|
| Option (Right to Buy) | \$ 89.44 | 05/03/2018 | M | 14,830 | <u>(5)</u> | 03/03/2021 | Common Stock | 14,830 |
|-----------------------------|----------|------------|---|--------|------------|------------|-----------------|--------|

Employee
Stock

| | | | | | | | | |
|-----------------------------|-----------|------------|---|-------|------------|------------|-----------------|-------|
| Option (Right to Buy) | \$ 152.78 | 05/03/2018 | M | 4,478 | <u>(6)</u> | 08/03/2025 | Common Stock | 4,478 |
|-----------------------------|-----------|------------|---|-------|------------|------------|-----------------|-------|

Employee
Stock

| | | | | | | | | |
|-----------------------------|----------|------------|---|--------|------------|------------|-----------------|--------|
| Option (Right to Buy) | \$ 131.8 | 05/03/2018 | M | 16,232 | <u>(7)</u> | 03/01/2026 | Common Stock | 16,232 |
|-----------------------------|----------|------------|---|--------|------------|------------|-----------------|--------|

Employee
Stock

| | | | | | | | | |
|-----------------------------|-----------|------------|---|-------|------------|------------|-----------------|-------|
| Option (Right to Buy) | \$ 166.97 | 05/03/2018 | M | 6,636 | <u>(8)</u> | 03/01/2027 | Common Stock | 6,636 |
|-----------------------------|-----------|------------|---|-------|------------|------------|-----------------|-------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| GRIFFIN BRIAN T 120 MONUMENT CIRCLE INDIANAPOLIS, IN 46204 | | | EVP & CEO, IngenioRx | |

Signatures

/s/ Kathleen S. Kiefer, Attorney
in fact

05/07/2018

**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) This transaction was executed in multiple trades at prices ranging from \$224.13 to \$225.10. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(2) This transaction was executed in multiple trades at prices ranging from \$225.15 to \$225.49. The price reported reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) The option represents a right to purchase a total of 9,756 shares, and is exercisable in six semi-annual installments of 1,626 shares each, beginning on September 1, 2013, which is the six-month anniversary of the option grant date.

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- (4) The option represents a right to purchase a total of 7,489 shares, and is exercisable in five semi-annual installments of 1,248 shares each and one installment of 1,249 shares, beginning on September 2, 2015, which is the six-month anniversary of the option grant date.
- The option represents a right to purchase a total of 14,830 shares, and is exercisable in six semi-annual installments, with two installments
- (5) of 2,471 shares each and four installments of 2,472 shares each, beginning on September 3, 2014, which is the six-month anniversary of the option grant date.
- The option represents a right to purchase a total of 5,374 shares, and is exercisable in six semi-annual installments, with two installments
- (6) of 895 shares each and four installments of 896 shares each, beginning on February 3, 2016, which is the six-month anniversary of the option grant date.
- (7) The option represents a right to purchase a total of 24,348 shares, and is exercisable in six semi-annual installments of 4,058 shares each, beginning on September 1, 2016, which is the six-month anniversary of the option grant date.
- (8) The option represents a right to purchase a total of 19,908 shares, and is exercisable in six semi-annual installments of 3,318 shares each, beginning on September 1, 2017, which is the six-month anniversary of the option grant date.

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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