

McCarthy Margaret M
Form 3
March 08, 2010

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

OMB APPROVAL

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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>
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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)

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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)
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	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).

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- (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.