

AQUA AMERICA INC  
 Form 4  
 June 05, 2013

**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 \*  
**DEBENEDICTIS NICHOLAS**

(Last) (First) (Middle)

762 W LANCASTER AVE.

(Street)

BRYN MAWR, PA 19010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AQUA AMERICA INC [WTR]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
**06/03/2013**

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 & PRESIDENT**

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 or Price		
Common Stock	06/03/2013		M		\$ 36,031 16.1475	A	332,651.94 D
Common Stock	06/03/2013		F		23,859 (1)	D	\$ 31.425 308,792.94 D
Common Stock	06/03/2013		M		\$ 93,333 18.3338	A	402,125.94 D
Common Stock	06/03/2013		F		65,618 (1)	D	\$ 31.425 336,507.94 D
Common Stock	06/03/2013		M		\$ 55,000 29.46	A	391,507.94 D

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Common Stock	06/03/2013	F	<u>52,548</u> (1)	D	\$ 31.425	338,959.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 23.26	393,959.94	D	
Common Stock	06/03/2013	F	<u>44,729</u> (1)	D	\$ 31.425	349,230.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 20.18	404,230.94	D	
Common Stock	06/03/2013	F	<u>40,776</u> (1)	D	\$ 31.425	363,454.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 19.12	418,454.94	D	
Common Stock	06/03/2013	F	<u>40,033</u> (1)	D	\$ 31.425	378,421.94	D	
Common Stock	06/03/2013	M	55,000	A	\$ 17.14	433,421.94	D	
Common Stock	06/03/2013	F	<u>37,625</u> (1)	D	\$ 31.425	395,796.94	D	
Common Stock	06/04/2013	S	45,000	D	\$ 30.6937	350,796.94	D	
Common Stock	06/05/2013	S	54,176	D	\$ 30.3674	296,620.94	D	
Common Stock Ownership By Spouse						64,280	I	Spouse
Common Stock-GRAT						69,296	I	GRAT #4
Common Stock - Ownership By Trust						171,488	I	Trust
Common Stock - Ownership By Trust						185,160	I	Trust - Spouse
Common Stock - IRA						4,144	D	
Common Stock - IRA						3,313	I	IRA - Spouse
Common Stock 401k						<u>15,448.78</u> (2)	I	401k

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

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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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 16.1475	06/03/2013		M	36,031	03/01/2005 03/01/2014		Common Stock	36,031
Stock Options (Right to Buy)	\$ 18.3338	06/03/2013		M	93,333	02/28/2006 02/28/2015		Common Stock	93,333
Stock Options (Right to Buy)	\$ 29.46	06/03/2013		M	55,000	03/07/2007 03/07/2016		Common Stock	55,000
Stock Options (Right to Buy)	\$ 23.26	06/03/2013		M	55,000	02/22/2008 02/22/2017		Common Stock	55,000
Stock Options (Right to Buy)	\$ 20.18	06/03/2013		M	55,000	02/26/2009 02/26/2018		Common Stock	55,000
Stock Options (Right to Buy)	\$ 19.12	06/03/2013		M	55,000	02/26/2010 02/26/2019		Common Stock	55,000
Stock Options (Right to Buy)	\$ 17.14	06/03/2013		M	55,000	01/22/2011 01/22/2020		Common Stock	55,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DEBENEDICTIS NICHOLAS 762 W LANCASTER AVE. BRYN MAWR, PA 19010	X		CHAIRMAN & PRESIDENT	

## Signatures

/s/ Brian Dingerdissen, attorney-in-fact for Mr.  
DeBenedictis

06/05/2013

\_\_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) Shares disposed of as part of a stock swap to exercise stock options.
- (2) Includes 83.45 additional shares acquired under the Company's 401k plan since the last filing.

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