AETNA INC /PA/ Form 4 June 02, 2005

FORM 4

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

OMB Number: 3235-0287

burden hours per

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

response... 0.5

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ROWE JOHN W			2. Issuer Name and Ticker or Trading Symbol AETNA INC /PA/ [AET]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
			(Month/Day/Year)	X Director 10% Owner			
151 FARMINGTON AVENUE			05/31/2005	_X_ Officer (give title Other (specify below)			
				Chairman & Chief Exec. Officer			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
HARTFORD, CT 06156				_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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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)	n (4. Securit (A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	7 /	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	05/31/2005		S(1)(2)		1,236	D	\$ 78	0	I	By GRATS
Common Stock	05/31/2005		S(1)(2)	1	1,068	D	\$ 77.99	0	I	By GRATS
Common Stock	05/31/2005		S(1)(2)	3	338	D	\$ 77.98	0	I	By GRATS
Common Stock	05/31/2005		S(1)(2)	2	2,138	D	\$ 77.97	0	I	By GRATS
Common Stock	05/31/2005		S(1)(2)	2	281	D	\$ 77.95	0	I	By GRATS

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Common Stock	05/31/2005	S(1)(2)	394	D	\$ 77.94	0	Ι	By GRATS
Common Stock	05/31/2005	S(1)(2)	56	D	\$ 77.93	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	394	D	\$ 77.92	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	1,969	D	\$ 77.91	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	281	D	\$ 77.9	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	1,181	D	\$ 77.89	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	56	D	\$ 77.88	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	788	D	\$ 77.87	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	676	D	\$ 77.86	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	1,181	D	\$ 77.85	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	1,294	D	\$ 77.84	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	281	D	\$ 77.83	0	I	by GRATS
Common Stock	05/31/2005	S(1)(2)	449	D	\$ 77.81	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	394	D	\$ 77.8	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	563	D	\$ 77.79	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	56	D	\$ 77.78	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	1,687	D	\$ 77.76	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	675	D	\$ 77.74	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	619	D	\$ 77.72	0	I	By GRATS
Common Stock	05/31/2005	S(1)(2)	338	D	\$ 77.7	0	I	By GRATS
	05/31/2005	$S_{\underline{(1)(2)}}$	225	D		22,000	D	

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Common 77.68 Stock

Common By 401(k) 293.1 (3) I Stock Plan

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

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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. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	7. Title Amour Underl Securit (Instr. 2	nt of ying	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title 1	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address					
	Director	10% Owner	Officer	C	Other

Relationships

ROWE JOHN W

151 FARMINGTON AVENUE X Chairman & Chief Exec. Officer HARTFORD, CT 06156

Signatures

John W. Rowe by Judith H. Jones,

06/02/2005 Attorney-in-Fact

> **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).
- The sale reported was effected pursuant to a Rule 10b5-1 trading plan adopted by the John W. Rowe 2004 GRAT on March 4, 2005 and a Rule 10b5-1 trading plan adopted by the John W. Rowe 2003 GRAT on March 4, 2005.

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- (2) THIS IS FORM 2 OF 2. The number of individual Table I line entries making up the sale reported exceeds the EDGAR system's limitations and, therefore, this filing is being made in two parts.
- (3) Represents the pro rata portion of the stock portion of Aetna Common Stock fund held by reporting person on April 29, 2005, pursuant to Aetna Inc. 401(k) Plan. The information is based on information provided by the Plan Trustee as of that date.

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.