

LARSON PETER N
Form 4
September 02, 2010

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 *
LARSON PETER N

(Last) (First) (Middle)

TWO LIBERTY PLACE, 1601
CHESTNUT STREET

(Street)

PHILADELPHIA, PA 19192

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CIGNA CORP [CI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/31/2010

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)

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, \$.25 Par Value | 08/31/2010 | | M ⁽¹⁾ | | 729 | A | 0.25 |
| Common Stock, \$.25 Par Value | 08/31/2010 | | D ⁽¹⁾ | | 729 | D | \$ 32.22 |

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

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SEC 1474
(9-02)

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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. 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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Phantom Stock Units | (2) | 08/31/2010 | | A | 729 | (3) (3) | Common Stock, \$.25 Par Value | 729 \$ 32 |
| Phantom Stock Units | (1) | 08/31/2010 | | M(1) | 729 | (4) (4) | Common Stock, \$.25 Par Value | 729 \$ 0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| LARSON PETER N TWO LIBERTY PLACE 1601 CHESTNUT STREET PHILADELPHIA, PA 19192 | X | | | |

Signatures

By: Lindsay K. Blackwood,
attorney-in-fact

09/02/2010

__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) Each phantom stock unit was the economic equivalent of one share of CIGNA common stock and was settled in cash. For purposes of Section 16, this is reported as the simultaneous receipt and disposition of stock.
- (2) Each phantom stock unit is the economic equivalent of one share of CIGNA common stock and is to be settled either in CIGNA common shares on a one-to-one basis, or in cash.
- (3) Represents the voluntary deferral of the proceeds from the phantom stock units into the hypothetical CIGNA stock fund under the Deferred Compensation Plan for Directors of CIGNA Corporation.

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(4) 8/31/2010

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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