HOLT TIMOTHY A

Form 4

December 06, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * **HOLT TIMOTHY A**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

AETNA INC /PA/ [AET]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner Other (specify _X__ Officer (give title

151 FARMINGTON AVENUE

(Street)

12/05/2005

(Month/Day/Year)

below) Sr. VP & Chief Investment Off.

6. Individual or Joint/Group Filing(Check

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

HARTFORD, CT 06156

(City)	(State)	(Zip) Tab	le I - Non-l	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities Acquired (A) our Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Ownership Beneficially Form: Owned Direct (D) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/05/2005		Code V M	Amount 15,000	(D)	Price \$ 13.075	0	D	
Common Stock	12/05/2005		S <u>(1)</u>	2,300	D	\$ 95.5	0	D	
Common Stock	12/05/2005		S(1)	500	D	\$ 94.82	0	D	
Common Stock	12/05/2005		S(1)	100	D	\$ 94.87	0	D	
Common Stock	12/05/2005		S(1)	200	D	\$ 94.81	0	D	

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Common Stock	12/05/2005	S <u>(1)</u>	700	D	\$ 94.8	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	1,500	D	\$ 94.53	0	D	
Common Stock	12/05/2005	S(1)	200	D	\$ 94.29	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	1,300	D	\$ 94.25	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	1,500	D	\$ 94.58	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	1,500	D	\$ 94.76	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	1,500	D	\$ 94.85	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	200	D	\$ 95.54	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	1,300	D	\$ 95.5	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	1,500	D	\$ 95.51	0	D	
Common Stock	12/05/2005	S <u>(1)</u>	700	D	\$ 95.52	45,696	D	
Common Stock						3,175.1684 (2)	I	401(k) Plan

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

3. Transaction Date 3A. Deemed

1. Title of

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SEC 1474

(9-02)

5. Number of 6. Date Exercisable and

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Derivative	Conversion	(Month/Day/Year)	Ionth/Day/Year) Execution Date, if TransactionDerivative		orDerivative	Expiration Date		Underlying	Underlying Securities	
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)					
	Derivative				or Disposed of					
	Security				(D)					
					(Instr. 3, 4,					
					and 5)					
									Amount	
						Date	Expiration	Title	or	
						Exercisable Date	Title	Number		
				Code V	(A) (D)				of Shares	

7. Title and Amount of

Employee

Stock \$ 13.075 12/05/2005 M 15,000 06/18/2002 06/18/2011 Common Stock 15,000

Option

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HOLT TIMOTHY A 151 FARMINGTON AVENUE HARTFORD, CT 06156

Sr. VP & Chief Investment Off.

Signatures

Timothy A. Holt by Judith H. Jones, 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).
- (1) The sale reported was effected pursuant to a Rule 10b-5 trading plan adopted by reporting person on October 31, 2005.
- (2) Represents the pro rata portion of the stock portion of Aetna Common Stock Fund held by reporting person on November 30, 2005 pursuant to Aetna Inc. 401(k) Plan. The information based on information provided by the Plan Trustee as of that date.

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