Foreman James K Form 4 February 22, 2006

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

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if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Foreman James K Issuer Symbol AETNA INC /PA/ [AET] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner Other (specify X_ Officer (give title 151 FARMINGTON AVENUE 02/21/2006 below) **Executive Vice President** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

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(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secui	rities Acq	uired, Disposed o	f, 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)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			ed of (D)	5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock (4)	02/21/2006		M	9,212	A	<u>(2)</u>	9,212	D	
Common Stock	02/21/2006		F	3,621	D	\$ 49.71	10,557 (4)	D	
Common Stock							54.743 (5)	I	401(k) Plan

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

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number.

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. Transact Code (Instr. 8)	5. Number ion 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. Pr Deri Secu (Inst
				Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (1)	<u>(2)</u>	02/21/2006		M	9,212	(3)	(3)	Common Stock	9,212	S

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Foreman James K 151 FARMINGTON AVENUE HARTFORD, CT 06156

Executive Vice President

Signatures

James K. Foreman by Paige L. Falasco, Attorney-in-Fact

02/22/2006

**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) Outstanding units adjusted as a result of Aetna's 2-for-1 stock split on February 17, 2006.
- (2) Each Restricted Unit represents a right to receive one share of Aetna Inc. Common Stock net of taxes.
- (3) Restricted Stock Units granted under the Aetna Inc. 2000 Stock Incentive Plan; 9212 vested on February 21, 2006 and 9,208 units vest on February 14, 2007.
- (4) Reflects additional shares issued as a result of Aetna's 2-for1 stock split on February 17, 2006.
- Represents pro rata portion of the stock portion of Aetna Common Stock Fund held by reporting person on January 31, 2006 pursuant to (5) Aetna Inc. 401(k) Plan. The information is based on information provided by the Plan Trustee as of that date. (Figure shown has not been adjusted for Aetna's 2-for-1 stock split on February 17, 2006.)

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.

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